



# Canberra Modern QUILT Guild

## By-Laws

Created 07/2013 | Last Updated 07/2019

### 1 Name, Purpose and General Matters

- 1.1 *Name:* The name of the organisation will be the Canberra Modern Quilt Guild, also referred to as “The Guild” and/or “CanberraMQG” and/or “CMQG”.
- 1.2 *Purpose:* The Guild’s purpose is to:
  - 1.2.1 Develop and encourage the art of modern quilting in Canberra and surrounding districts;
  - 1.2.2 Work with other Modern Quilt Guilds nationally and internationally and with other guilds and groups with a similar purpose;
  - 1.2.3 Encourage new quilters and textile artists interested in non---traditional quilting projects
  - 1.2.4 Offer educational opportunities through classes, workshops, and sharing of information;
  - 1.2.5 Support and provide opportunity for “charity” and other quilts that benefit the greater Canberra community through the use of modern quilting skills.
- 1.3 *Location and Office:* The Guild will maintain a Post Office Box.
- 1.4 *Powers:* Members of the Guild are subject to adherence to these By-Laws and the supporting “Rules and Regulations”.
- 1.5 *Fiscal Year:* the fiscal year begins on July 1 and ends on June 30 each year as per the Australian financial year.
- 1.6 *Annual General Meeting:* The July meeting of the Guild will be considered the Annual General Meeting where elections for the Executive Committee are held, the Treasurer presents the financial reports for the previous fiscal year and the Budget and the President reports on the previous twelve months activities.
- 1.7 *Privacy:* Member information is collected for the purpose of CanberraMQG business only and every effort will be made to protect the privacy of individual members. Member details will be provided to The Modern Quilt Guild as per the requirements of participating in the International movement of Modern Quilt Guilds. Personal information of members will not be offered for sale or otherwise to non-authorized parties.
- 1.8 *Meeting Conduct:* Executive Meetings will be conducted in accordance with accepted Australian meeting practices.

- 1.9 *Access and Equity:* No person shall be denied membership to The Guild or be denied participation in any Guild events or activities because of the person's sex, race, religion, nationality, ancestry, marital status, pregnancy or parental status, sexual orientation or physical or mental ability.

## 2 Members

### 2.1 *Membership:*

#### 2.1.1 Membership is granted to anyone who:

- Resides in Australia;
- Is 18 years of age or older;
- Has completed a Membership Application; and
- Has paid annual dues (or part thereof, dependant on date of joining).

#### 2.1.2 Members must adhere to the Code of Conduct to remain in good standing and maintain membership.

### 2.2 *Dues:*

#### 2.2.1 The annual dues amount will be set by the Executive Council.

#### 2.2.2 If a member withdraws or resigns from The Guild during the term of membership, dues will not be prorated or refunded.

#### 2.2.3 Dues must be received by 31 July for members to remain in good standing. The Executive Council has the authority to consider and authorise payment arrangements on a case-by-case basis.

### 2.3 *Meetings:* The Guild will hold a minimum of 11 meetings per year. The timing of meetings will be determined by the Executive Council. Members may attend meetings free of charge. Non-members will be charged a meeting fee as determined by the Executive Council.

### 2.4 *Voting:* Each member in good standing receives one vote towards Guild matters. Absentee voting will be allowed in writing and is to be received by the Executive Council no later than 72 hours prior to the advertised meeting time.

### 2.5 *Revocation of Membership:* Membership may be revoked in cases of actions that threaten the safety and comfort of Canberra MQG Members. Membership may also be revoked:

- for violating policies set by the meeting venue;
- by participating in any activity that misrepresents The Guild;
- by undertaking any activity related to The Guild that is of a criminal nature; and
- other such occurrences as considered by the Executive Council

## 3 Officers

### 3.1 *Officers:* The Executive Council shall consist of President, Vice President, Secretary, Treasurer and General Member. Each officer must be a member in good standing for the entire term. Candidates must understand and adhere to The Guild's purpose and have been an active member for six months to be considered with an exception of the first year of elections within The Guild. Officers must attend 80% of Executive Council Meetings and 80% of either day or evening meetings.

- 3.2 *Nominations for Officer Positions:* Nominations for Executive Council positions will be called for no less than 30 days prior to the Annual General Meeting (AGM). A Nominations Coordinator will be appointed to receive nominations not less than 45 days prior to the AGM. The Nominations Coordinator will be a member who is in good standing but who does not wish to be considered for any officer position. A standing Executive Council member may stand in if no member wishes to join the Nominations Committee.
- 3.3 *Election of Officers:* Officers will be elected to a one year term, except for the Treasurer who is preferred to be elected for a two year term, by a majority of the members present. Absentee voting will be allowed in writing and is to be received by the Nominations Coordinator no later than 72 hours prior to the advertised meeting time. Voting will be by paper ballot and will be tallied by the Nominations Coordinator who is not in consideration for an officer position.
- 3.4 *Installation of Officers:* Officers will be installed immediately following the election for the term of one year unless they resign or are removed from office or membership. All books, papers, documentation and other materials and resources regarding The Guild shall be delivered to the new Officer within 4 weeks of the election.
- 3.5 *Filling of Vacancies:* An Officer may resign at any time. Any Officer position with the exception of President can be appointed by the Executive Council. A Vice President will fill in for President until elections can be held at a special general meeting that must be called at least two weeks prior to the meeting date.
- 3.6 *Powers and Duties:*
- 3.6.1 *Duties:* The Officers and their responsibilities are listed below
- *President:* Oversight of the Guild and Executive Council; Membership; Special Events.
  - *Vice-President:* Community Service; Industry Liaison; social media primary manager. Assist General Member with Education & Development; Challenges & Swaps.
  - *Secretary:* Documentation; Programming; Nominations Coordination Committee.
  - *Treasurer:* Guild funds, accounts and budgets; Reporting to relevant bodies; ensuring financial legislation is adhered to.
  - *General Member:* General Member: Education & Development; Challenges & Swaps; Assist members of the Executive Council in the execution of their duties.
- 3.6.2 *Powers:* As directed by these By---Laws, the Executive Council will be responsible for managing the business and affairs of The Guild.
- 3.6.3 *Meetings:* The Executive Council shall meet a minimum of 3 times per year on a schedule that is agreed upon by the standing members. Changes to the meeting time or place must be announced 7 days in advance by either electronic communication with the exception of emergencies where oral communication is accepted. The Executive Council may invite other persons as guests to these meetings.

- 3.6.4 *Quorum:* At all meetings of the Executive Council, 60% of the members must be present to constitute a quorum for the transaction of business. If the quorum is not met, the meeting may be immediately adjourned and rescheduled. No binding decisions can be made if a quorum is not met.
- 3.6.5 *Voting:* A majority of the Executive Council members present at a meeting where the Quorum is met will constitute an affirmative vote.
- 3.6.6 *Conflicts of Interest:* If a member of the Executive Council has a personal or financial conflict of interest that could be perceived negatively by, for or on behalf of the Guild, the member should declare their interest prior to the vote in question and abstain from the vote.
- 3.6.7 *Out of Session Decisions:* Executive Council members are permitted to make decisions out of session via electronic communication provided that all members of the Executive Council are included in the correspondence. Out of session decisions require 60% of Executive Council members to agree for an affirmative vote.

## 4 Committees

- 4.1 *Committees:* Committees are created to assist the Executive Council in carrying out activities and responsibilities to The Guild. Committees can be proposed by any Guild member and the Executive Council may officially create or dissolve a committee.
- 4.2 *Chairpersons and Members:* Any member of The Guild in good standing can belong to one or more committees at any one time. Chairpersons will be appointed by the Executive Council.
- 4.3 *Chairperson Responsibilities:* The Committee Chairperson is responsible for the general supervision of the committee and its membership. The Committee Chairperson reports to the Executive Council. The Committee Chairperson is responsible for providing the President monthly reports of Committee activity and for notifying the Executive Council immediately should they have any concerns or issues.
- 4.4 *Term:* The Executive Council will determine the term for the Committee and Committee Chairperson, taking into consideration the goals of the Committee.
- 4.5 *Resignation and Removal of Committee Chairpersons:* The Executive Council may remove a Committee Chairperson if they are no longer in good standing as per part 2.5 of these By-Laws. In the event of removal or resignation, the Executive Council may appoint a replacement Committee Chairperson.
- 4.6 *Meetings:* Each Committee may schedule meetings as needed to meet their goals. At all Committee meetings, 60% of the members must be present to constitute a quorum. No binding decisions can be made if a quorum is not met.
- 4.7 *Financial Affairs:* Each committee will work with the Treasurer and is required to gain approval of the Executive Council prior to spending any Guild funds. At no time should the committee be considered as independent of The Guild nor fail to submit money or expenses to the Treasurer.

## 5 Execution of Documents

- 5.1 *General:* The Executive Council will be responsible for maintaining the good standing of The Guild in all matters regarding legal documents and contracts.

- 5.2 *Contracts:* The Executive Council has the power to execute contracts on behalf of The Guild and to delegate such power to others on a case-by-case basis.

## 6 Guild Funds

- 6.1 All funds delivered to The Guild will be deposited in The Guild bank account. The Treasurer will oversee the bank account and will deliver any payment of monies on behalf of The Guild. *A member of the Executive Council will be designated as the back up to the Treasurer.*
- 6.2 *Treasurer Reporting:* A Treasurers report will be given a minimum of two times per year: in July at the AGM, and additionally in Executive Council meetings.
- 6.3 *Budget Adoption:* The Executive Council will approve a budget on a yearly basis and will have the power to make adjustments to the budget during the year if necessary.
- 6.4 *Expenditure of Funds:* The Guild bank account shall have the signatures of at least three Executive Council members and two of these signatures will be required to withdraw funds. The Treasurer will have the power to approve expenses of up to \$100 of Guild funds. Expenditure of funds greater than \$100 will require the approval of the Treasurer and one other Executive Council member.

## 7 Amendment

- 7.1 *Amending the By-laws:* The Executive Council may propose an amendment to these By-laws at any time. The proposed amendment must be electronically published 2 weeks prior to a general meeting. Voting will occur at that meeting with the majority of members attending constituting an affirmative response.

## 8 Dissolution

- 8.1 In the event The Guild is dissolved, the money in The Guild bank account and any funds in petty cash will be used to purchase quilts for museums and historical societies and/or given to charity.

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