

# Portland Modern Quilt Guild

## Amended Bylaws

### Article 1: Name of Guild

The name of this organization shall be Portland Modern Quilt Guild, a non-profit corporation referred to as PMQG or The Guild.

### Article 2: Purpose of PMQG

#### Section 1

The purpose shall be to encourage modern quiltmakers and quilt making by providing educational activities such as speakers and demonstrations, special interest workshops and lectures. PMQG supports and sponsors quilting activities such as community events that provide the opportunity to share the art and enjoyment of quilting. PMQG serves the community through charitable activities involving quilting.

#### Section 2

This Guild shall be a non-profit organization under the laws of and on file with the State of Oregon. As a non-profit organization, the activities of PMQG shall be conducted in such a manner that no part of the net income shall benefit any individual. Exceptions may be if a member is hired as a principal lecturer/teacher/ quilter by the Officers. Guild members may sell items at designated events including, but not limited to, PMQG's Holiday Marketplace.

#### Section 3

In the event of dissolution, any and all properties owned by PMQG shall be disposed of, with all the monies being distributed to organization(s) which qualify as nonprofit under the laws of the State of Oregon.

### Article 3: Membership

#### Section 1

Personal membership in PMQG is open to any person, regardless of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, who subscribes to the purposes of this Guild. Membership becomes valid with payment of dues and completion of a membership form.

#### Section 2

Guests are welcome to attend two (2) meetings free and are expected to become dues paying members no later than the third (3rd) meeting. Membership termination shall occur upon failure to pay yearly dues.

#### Section 3

Members will receive free admission to PMQG meetings as scheduled, except for special programs where extra costs must be defrayed. Additional programs and workshops are subject to admission charges to the membership and guests.

## Section 4

Any decisions made by the voting of the general membership shall be made by a majority of the members present at a regular or special meeting, when all members have been notified by email. No provision is made for absentee or proxy vote.

## Article 4: Meetings

PMQG shall schedule a regular meeting January through December. Other meetings may be announced by email.

## Article 5: Officers

### Section 1: Service

PMQG shall have a President, Vice-President, Secretary, Treasurer and Programs Director. They shall be elected by the membership in October and shall constitute the Executive Board of PMQG. Officers will serve in a transition capacity from November through December of their election year and in January and February of the year after their year of service.

Officers in their year of service shall transition control of all PMQG physical documents and online accounts on or before December 15th of their year of service to the incoming Officers. Accounts include, but are not limited to:

Gmail, Google Apps, USPS Post Office Box, Paypal, checking account, State of Oregon Corporation Division, IRS Department of the Treasury charity registration, Oregon Department of Justice Charitable Activities registration, Squarespace, Square, PayPal, MailChimp, Flickr, Instagram, Facebook and Twitter.

### Section 2: Roles

The President shall be the Chief Executive Officer of PMQG and shall preside at all general, special and Board meetings. The President shall be the official spokesperson for PMQG. The President shall instruct the Secretary regarding the issuance of notices, minutes and general correspondence.

The Vice President shall serve as assistant to the President in all matters. The Vice-President shall perform such duties as requested by the President. In the absence of the President, the Vice-President shall conduct Guild meetings and/or Board meetings. In the event that the President cannot complete the term of office elected to, the Vice-President will assume all duties and responsibilities of the office of President for the remainder of the term.

The Secretary shall keep records of minutes and shall take care of general correspondence. The Secretary will conduct Guild meetings in the absence of the President and Vice-President.

The Treasurer shall have the care and custody of PMQG's funds. The Treasurer shall arrange payment of all bills. At the close of each fiscal year, the Treasurer shall coordinate with the incoming Treasurer to prepare the books for close and file the appropriate returns with the IRS, State of Oregon and Department of Justice no later than January 15th of the year following close.

The Programs Director shall set the programs calendar for each meeting with the approval of the Officers. The Programs Director will obtain curriculum for each meeting and communicate with Coordinators to encourage a cohesive meeting agenda.

## Section 3: Finances

The fiscal year shall run from January 1 to December 31.

New members joining between July 1 and December 31 will pay half rate.

All five members of the Executive Board shall be authorized to sign checks for PMQG and will be issued debit cards.

## Section 4: Coordinators

Coordinator positions are to be created by the President as needed each year. Coordinators are to be appointed by the President and must meet with the approval of the Officers.

## Section 5: Removal From Office

Any elected officer(s) may be removed from office by a majority vote of members present at any general or special meeting, when all members have been notified via email.

## Article 6: Amendments to the Bylaws

Amendments to these bylaws shall be made by majority vote of members at a regular or special meeting, when all members have been notified by email.

## Article 7: Effective Date

### Section 1

The Bylaws shall take effect immediately upon their adoption. Revisions, additions or deletions are to be effective upon the date so voted by the membership.

### Section 2

These Bylaws supersede any and all previously adopted by the Portland Modern Quilt Guild.

## CERTIFICATION

The undersigned, being the duly elected and qualified Secretary of the Guild, hereby certifies that the foregoing Bylaws of the Guild were duly adopted by the Board of Directors of the Guild effective November 17, 2016.

Secretary   
Heather Davidson