



Manitoba Prairie Quilters By-Laws

Revised and Adopted October 17, 2019

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MANITOBA PRAIRIE QUILTERS

BY-LAWS

ARTICLE I: NAME

The name of the guild shall be the Manitoba Prairie Quilters.

ARTICLE II: PURPOSE

Manitoba Prairie Quilters is a non-profit organization dedicated to the advancement, promotion and preservation of quilting and fibre art.

ARTICLE III: MEMBERS

Section 1: Membership in the guild shall be open to anyone who is interested in quilting and fibre art.

Section 2: Annual membership fees shall be approved by the membership at the annual general meeting. Membership fees are payable by July 31st for the membership year beginning August 1st. Non-payment of fees will result in loss of membership privileges. Prospective members may attend two (2) meetings prior to payment of fees.

Section 3: Privileges of membership include:

- 3.1 voice and vote at all general meetings;
- 3.2 name listed on the membership roster;
- 3.3 one copy of each newsletter published;
- 3.4 opportunity to register for guild sponsored workshops;
- 3.5 one (1) free name tag;
- 3.6 opportunity to enter guild quilt shows;
- 3.7 use of the guild library; and
- 3.8 the right to hold a position on the Executive Board or on a committee.

ARTICLE IV: EXECUTIVE BOARD

Section 1: The Executive Board of this guild shall consist of a President, two Vice-Presidents, Secretary, Treasurer, Past President and Member-At-Large. These officers shall perform the duties described in these By-Laws and by the parliamentary authority adopted by the guild.

1.1 All Executive Board members are entitled to vote at executive meetings.

Section 2: The Executive Board is accountable to the general membership for all of its activities and to ensure the policies and By-Laws of the guild are upheld.

Section 3: The Executive Board has responsibility for:

- 3.1 All aspects of the guild's operations;
- 3.2 guild's financial stability and solvency;
- 3.3 clarifying the guild's purpose;
- 3.4 enhancing the guild's public image;
- 3.5 establishing the guild's goals and objectives and setting long range plans;
- 3.6 establishing policies and guidelines for the guild's operations and revising the Policy and Procedures manual as necessary; and
- 3.7 evaluating the performance of the guild.

Section 4: The term of office will be for two (2) year or until successors are elected. The term of office will coincide with the fiscal year; August 1 to July 31.

Section 5: No officer shall be eligible to serve more than two (2) consecutive terms in the same office.

Section 6: Vacancies which occur during the term will be filled through appointment by the Executive Board for the remainder of the term.

Section 7: A nominating committee will be comprised of the Past President, Member -At-Large and two representatives from the general membership. It shall be the duty of the nominating committee to nominate candidates for each office to be elected at the Annual General Meeting.

7.1 Nominations from the general membership must be delivered in writing, to the Past President, at least seven (7) days prior to the Annual General Meeting.

Section 8: The Executive Board will meet ten (10) times per year or as requested by the president. A majority of voting officers constitutes a quorum of the Executive Board.

Section 9: Signing authority shall rest with any two of the following: President, Treasurer, First Vice-President.

ARTICLE V: DUTIES OF THE OFFICERS

Section 1: The President shall:

- 1.1 serve as the official representative of the guild;
- 1.2 coordinate and conduct monthly guild meetings and Executive Board meetings;
- 1.3 participate in planning and coordinating special events and workshops;
- 1.4 provide a written report of president's yearly activities for the Annual General Meeting and a comprehensive oral report of all guild activities for the Annual General Meeting;
- 1.5 serve as ex-officio member of all guild committees, except the Nominating Committee;
- 1.6 act as liaison to the International Guilds Day Committee, Quilt Show Committee, Quilt Raffle Committee, Newsletter Editor and Website Manager, the meeting venue and report to the Executive Board; and
- 1.7 perform other duties as required.

Section 2: The 1st Vice President shall:

- 2.1 act in the absence of the President;
- 2.2 assist in the planning and organizing of the monthly general meetings;
- 2.3 consult with Executive Board and workshop committees on potential speakers and workshops;
- 2.4 act as liaison to ABC Quilts, Membership, Crocus Conference, Retreat and all Workshop Committees, and Satellite Group representatives, and report to the Executive Board;
- 2.5 ensure president's pin is ordered for presentation to the outgoing president at the September meeting;
- 2.6 provide a written report for the Annual General Meeting; and
- 2.7 perform other duties as required.

Section 3: The 2nd Vice President shall:

- 3.1 assist in the planning and organizing of monthly meetings;
- 3.2 act as liaison to the Refreshment, Prize and Promotions, Library and Welcome Committees, along with the Photography, and Fabric Draw representatives and report to the Executive Board;
- 3.3 organize the Go-Green Auction;
- 3.4 provide a written report for the Annual General Meeting; and
- 3.5 perform other duties as required.

Section 4: The Secretary shall:

- 4.1 record minutes of monthly and Annual General meetings and make these available to the membership;

- 4.2 record minutes of the Executive Board meetings and make these available to all Executive Board members;
- 4.3 provide general minutes for publication in the newsletter;
- 4.5 maintain the permanent records of the guild;
- 4.6 maintain an up-to-date and current set of By-Laws and the Manual of Policy and Procedures Manual including all amendments;
- 4.7 provide a written report for the Annual General meeting; and
- 4.8 perform other duties as required.

Section 5: The Treasurer shall:

- 5.1 be responsible for all guild bank accounts and accounting ledgers;
- 5.2 coordinate the collection and deposit of all guild funds;
- 5.3 coordinate the annual accountant's review of all guild financial records;
- 5.4 provide current information on all accounts to the Executive Board meetings;
- 5.5 liaise with the committee and representative liaisons in the preparation of the annual budget for presentation to the Executive Board before presenting to the membership;
- 5.6 prepare a yearly budget for approval by the membership;
- 5.7 present a written and oral report to the Annual General meeting;
- 5.8 transfer all online revenue to the guild bank account and ensure committee chairs are informed of revenue; and
- 5.9 perform other duties as required.

Section 6: The Past President shall:

- 6.1 act as an advisor to the Executive Board;
- 6.2 serve as chairperson for the Nominating Committee;
- 6.3 act as liaison to the CQA/ACC Rep and Heritage Committee and report back to the Executive Board;
- 6.4 provide a written report for the Annual General meeting;
- 6.5 be responsible for changes to the By-Laws and Policy and Procedures Manual and;
- 6.6 perform other duties as required.

Section 7: The Member-At-Large shall:

- 7.1 be responsible for managing and maintaining the suggestion box;
- 7.2 report suggestions to executive for discussion and respond to member submitting each suggestion;
- 7.3 arrange for and present Crocus award;
- 7.4 assist the Past President with nominations of volunteers;
- 7.5 provide a written report for the Annual General meeting; and
- 7.6 perform other duties as required.

ARTICLE VI: FISCAL YEAR

The fiscal year will commence on August 1st of each year and end July 31st of the following year.

ARTICLE VII: MEETINGS

- Section 1:** Monthly meetings will be held from September to June, with dates published in the newsletter and on the website, unless otherwise ordered by the Executive Board.
- Section 2:** The regular meeting in May shall be known as the Annual General Meeting, and shall be for the purpose of receiving reports of officers and committees, electing officers, presenting the annual budget and transacting any other business that may arise. This meeting will be open to members in good standing only.
- Section 3:** The quorum of this guild will be 25% of total members in good standing.
- Section 4:** Special meetings of the membership may be called by the President, the Executive Board, or a quorum of the membership. Twenty (20) working days' notice of all meetings must be given.

ARTICLE VIII: ELECTIONS

- Section 1:** Elections will take place at the Annual General Meeting.
- Section 2:** The Nominating Committee will preside over the election of officers.
- Section 3:** Elections shall be by secret ballot.

ARTICLE IX: COMMITTEES

- Section 1:** The Standing Committees of the guild are:
- 1.1 ABC Quilts
 - 1.2 Crocus Conference
 - 1.3 Refreshment
 - 1.4 International Guilds Day
 - 1.5 Library
 - 1.6 Major Workshops
 - 1.7 General Workshops and Demos
 - 1.8 Membership
 - 1.9 Newsletter
 - 1.10 Welcome
 - 1.11 Quilt Show
 - 1.12 Quilt Raffle
 - 1.13 Quilt Retreat
 - 1.14 Prize and Promotions
 - 1.15 Heritage Committee

Section 2: The representatives are:

- 2.1 CQA/ACC
- 2.2 Fabric Draws
- 2.3 Photography
- 2.4 Satellite
- 2.5 Website Manager

Section 3: Each committee will be responsible for the development of policies and procedures relative to their respective mandate, including updating and forwarding their operating manual to new committee chairs.

Section 4: Ad hoc committees will be established by the Executive Board or by resolution from the membership as required. A liaison from the Executive Board is to be appointed at that time.

Section 5: It is the responsibility of all committees are:

- 5.1 to adhere to the By-Laws and Policies and Procedures of Manitoba Prairie Quilters;
- 5.2 to review the Policy and Procedures Manual and propose any changes that should be brought before the Executive via their designated liaison;
- 5.3 to submit all monies to the Manitoba Prairie Quilters Treasurer at the end of each monthly meeting; (exceptions to this can only be granted by the Executive Board);
- 5.4 to prepare a proposed budget for the following year, that shall be submitted to the Treasurer by April 1st of each year;
- 5.5 to submit interim financial reports as well as a year-end financial report, to the Treasurer, via their designated liaison;
- 5.6 to submit a written report and financial statement to the Annual General Meeting; and
- 5.7 to understand that failure to submit either budgets or financial reports may result in funds not being released and/or in disciplinary action being taken according to Article XIII of these By-Laws.

ARTICLE X: DISSOLUTION

In the event of the dissolution of the Manitoba Prairie Quilters (MPQ), following liquidation of all solid assets of the guild, the net monies will be distributed to Canadian Quilters Association / Association de la Courtepointe (CQA/ACC) to assist in the promotion of quilting in Manitoba. No funds will inure to the benefit of any of the guild's members.

ARTICLE XI: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order shall govern Manitoba Prairie Quilters in all cases to which they are applied, unless they are not consistent with these By-Laws in which case these By-Laws will take precedence.

ARTICLE XII: AMENDMENT OF BY-LAWS

These By-Laws may be amended at any regular meeting of the guild, provided at least twenty (20) days notice in writing, of pending By-Law change, has been provided to all members in good standing. A quorum is required to amend the By-Laws.

ARTICLE XIII: CONTRAVENTION OF BY-LAWS

Section 1: Any member who contravenes the By-Laws and policies of this guild will be subject to discipline, which may include any or all of the following;

- 1.1 suspension of position(s) either on committee(s) or on the Executive Board;
- 1.2 suspension of privileges of membership;
- 1.3 suspension of membership for a period of time or lifetime;
- 1.4 criminal or civil prosecutions.

Section 2: The member being disciplined shall have the right to appeal to the Executive Board within 30 days following notification of the disciplinary action.

AMENDMENT LOG

- ❖ **Adopted by membership, May 12, 2010.**
- ❖ Change to Article IV, Section 4, **adopted by the membership, May 18, 2011.**
- ❖ Change to Article III, Section 2 and to Article VII, Section 2, **adopted by the membership, May 16, 2012.**
- ❖ Change to Article V, Section 1 and Section 3, and to Article IX, Section 1 and Section 2, **adopted by membership May 15, 2014**
- ❖ Change to Section 2 (Article 2.5), and to Article IX, Section 1, **adopted by membership, May 21, 2015**
- ❖ Change to Article II, Article III, Article IV, Section 3, Section 4, Section 7, Article IV, Section 2, Article V, Section 1, Section 2, Section 3, Section 4, Section 5, Section 6, Section 7, Article VII, Section 1, Article IX, Section 1, Section 2, Section 3, Section 5 and Article XII, **adopted by membership October 17, 2019.**