

CONSTITUTION OF HANNAH DUSTIN QUILTERS GUILD, INC.

ARTICLE I NAME

1.1 NAME: The name of the organization shall be Hannah Dustin Quilters' Guild, Inc. (hereafter referred to as H.D.Q.G., Inc. or the Guild)

ARTICLE II PURPOSE

2.1 PURPOSE: The purpose of H.D.Q.G., Inc. is to provide the opportunity for the education, appreciation and advancement of the art of quilting, service to others and fellowship. H.D.Q.G., Inc. is a tax exempt non-profit organization.

ARTICLE III MEMBERSHIP

3.1 MEMBERSHIP: Membership is open to anyone without regard to race, sex, religion or age, who has an interest in quilts or quilting. Upon payment of annual dues, members are entitled to all benefits of the Guild.

ARTICLE IV MEETINGS

4.1 MONTHLY MEETINGS: Regular meetings shall be held on the first Monday of each month September through June, with the following exceptions: The September meeting shall be held on the second Monday of September, should New Year's Day fall on Monday, January's meeting shall be held on the second Monday of January and any time the meeting hall is unavailable an alternate date will be determined.

4.2 QUORUM: A quorum shall consist of the members present at the meeting. A simple majority of members present shall be accepted for passage of any motion.

4.3 ANNUAL MEETING: Elections shall be held annually, usually at the May meeting.

4.4 VOTING: Each member shall be entitled to one (1) vote on all matters submitted to a vote of the members.

ARTICLE V THE BOARD

5.1 MEMBERSHIP: The Board of H.D.Q.G., Inc. shall be comprised of the Executive Committee and Standing Committee Chairmen. Each Executive Committee Member and Standing Committee gets one (1) vote at board meetings.

5.2 PURPOSE: The purpose of the Board shall be to decide all matters of policy and make preliminary decisions with a general vote of the Guild for final decisions.

5.3 MEETINGS: Meetings of the Board shall be at such times as deemed necessary by the President. The general membership of the Guild is also invited to attend the meetings, but not entitled to vote.

ARTICLE VI OFFICERS

6.1 OFFICERS: The Officers of the Guild shall be the President, Vice President, Secretary and Treasurer. They shall be elected at the annual meeting by a vote of the general membership.

6.2 TERMS: The term of the Officer shall be one (1) year, with a three (3) year consecutive limit for the same office, concurrent with the fiscal year. Any vacancy shall be filled by vote of the membership.

6.3 DUTIES: The duties of the officers shall be as follows:

PRESIDENT: The President shall preside over and direct the monthly meetings, call and preside over Board meetings, coordinate all officers and committees and shall carry out any duties as assigned by the Board. The President will appoint the auditor. The report of the financial review / audit will be placed in the permanent records. The President shall be an ex-officio member of all committees of the Guild.

VICE-PRESIDENT: The Vice-President shall assist the President in the discharge of the President's duties, preside over monthly meetings in the absence of the President and with one other member who is not a signatory to the guild's account review the bank statements monthly.

SECRETARY: The Secretary shall record the minutes of both the monthly and Board meetings and submit the monthly and Board minutes for publication. The Secretary shall handle all correspondence, keeping records for the future.

TREASURER: The Treasurer shall receive and dispense all monies and issue receipts for funds collected, keeping record of all receipts and expenditures, balance the checkbook, and present a financial report at the monthly meetings. The Treasurer shall prepare and submit financial reports required by the State of New Hampshire and the IRS. After receiving input from Committee Chairs, the Treasurer shall present an annual projected budget for review by the Board at the summer meeting. An audit or review of the records shall be required annually by an auditor appointed by the President. The report of the financial review / audit will be placed in the permanent records. The Treasurer shall not be a chair of a standing committee which raises funds for the Guild.

6.4 REMOVAL OF OFFICER: An officer may be removed by majority vote of the Board.

6.5 EXECUTIVE COMMITTEE: The Executive Committee will consist of the four officers (President, Vice President, Treasurer, Secretary) and the Immediate Past President. The Executive Committee may be convened and meet in executive session at the request of any officer to discuss and act upon any matters of importance to the Guild that require sensitivity, pertain to legal matters, require immediate action or are matters of urgency. Minutes will be taken and kept on file, but not published.

ARTICLE VII AMENDMENTS

7.1 The Constitution may be amended by the membership. Any proposed change shall be presented at the monthly meeting or a Board meeting. The voting on any amendment shall not take place until the meeting after the monthly meeting or Board meeting which first addressed the proposed change. A two-thirds (2/3) majority of members present shall be necessary for adoption of such a change. The newsletter shall carry notice of the proposed change prior to the meeting in which the vote will be taken, and will publish the final word of the adopted change.

BYLAWS OF THE HANNAH DUSTIN QUILTERS GUILD, INC.

1. **FISCAL YEAR:** The fiscal year of the Guild shall run from July 1 to June 30 of the following year.
2. **RAFFLE QUILT:** Each year a quilt is made by the Guild for which tickets are sold. A portion of the proceeds shall be donated to David's House and the New England Quilt Museum. The balance of funds shall be used for the operation of the Guild. All members are expected to sell raffle tickets.
3. **COMMUNICATION:** The newsletter shall be published monthly, except for July and August and a combined issue for December and January. It shall be the Guild's main means of communication, other than meeting, to members. Information will also be posted on the Guild's website.
4. **BENEFITS:** Benefits of membership include but are not limited to access to guest presentations, workshops and the newsletter; the privilege of voting at monthly meetings, use of the Guild library, and the ability to exhibit at the Guild show.
5. **RESPONSIBILITIES:** Responsibilities of membership include selling Raffle Quilt tickets, assisting at the Quilt Show and supporting Guild Activities.
6. **DUES:** Dues shall be collected to meet operational expenses of the Guild and will be reviewed by the officers as needed. They are due at the June meeting for the up-coming year. Half-year dues are applied on or after February's meeting date, and they shall be prorated.
7. **STANDING COMMITTEES:** The standing committees of the Guild shall be David's House, Financial Oversight, Historian, Library, Membership, Monthly Raffle, Newsletter, Nominating, Program, Publicity, Quilt Museum Liaison. Quilt Show, Raffle Quilt, and Town Liaison. Each of these standing committees shall have one vote on the board. In cases where there are two of the same committee, one working on the current year and one working on the subsequent year (e.g. Raffle Quilt) each of those committees will have one vote. Ad Hoc committees shall be formed as needed and will be welcomed at board meetings but not entitled to vote. Participation in committees by members is strongly encouraged.
8. **COMMITTEE CHAIRMEN:** Committee chairmen shall be elected by the Guild at the annual meeting. The Chairmen shall bring their recommendations to the Board for discussion and input. The term of all Committee Chairmen shall be one (1) year. Any vacancy shall be filled by appointment by the Board. All Committee Chairmen shall notify the newsletter editor with any pertinent information either for their group, or for the membership. They shall submit a budget requisition for the coming year to the Treasurer in a timely manner so that it may be included in the proposed budget presented at the summer meeting, hold any necessary meetings and keep a record of each year's successes or failures for future reference.
9. The Bylaws may be amended by a quorum at a regularly scheduled meeting following the publication of such proposed amendment in the newsletter.
10. In case of dissolution of this Guild, the Board will give the library books and materials to the New England Quilt Museum in Lowell, MA, and divide and assign all assets to the New England Quilt Museum, and to David's House at Dartmouth Hitchcock Hospital in Lebanon, NH, (501 c3) as a nonprofit organization as required by the IRS.
11. This Constitution and Bylaws was ratified on March 2, 1987 by general vote of the membership of Hannah Dustin Quilter's Guild, Inc.

Adopted March 2, 1987 Revised September 1989 Revised October 1988 Revised April 1994 Revised December 1996 Revised March 2003 Revised September 2010 Approved October 2010 Revised March 2014 Approved April 2014