

**BYLAWS OF THE
FRANKLIN COUNTY QUILTERS GUILD INC.
OF VERMONT**

**ARTICLE I
NAME**

The name of the Guild shall be known as the Franklin County Quilters Guild Inc. of Vermont. The name of the Guild's newsletter shall be known as the Sugarhouse Gazette. As approved by the Executive Committee, Standing Rules for the Franklin County Quilters Guild shall supplement these bylaws for guild operations and activities. The Articles of Incorporation, as approved by the Vermont Secretary of State on March 4, 2015, and effective on March 2, 2015, are in the Appendix to these bylaws.

**ARTICLE II
PURPOSE**

Section 1:

The purpose of the Guild shall be to promote an interest in the art of quilting for the members and for the benefit of the community.

Section 2:

Effective March 2, 2015, the Internal Revenue Service determined the Guild is a public charity and is tax exempt as defined under section 501(c)(3) of the Internal Revenue Code (IRC). As such, donors can deduct contributions they make to the Guild under IRC Section 170.

**ARTICLE III
MEMBERS**

Section 1:

1. All persons 18 years of age and older who are interested in the art of quilting shall be eligible to join the Guild. Any person interested in joining may attend two meetings as a guest before they must pay dues in order to continue attending meetings.
2. Quilters ages 9 through 17 may join the Guild; they must be sponsored by a standing member and must attend Guild meetings with their sponsor or another standing member.
3. The membership for any member can be terminated at any time by vote of the majority of the Guild's Executive Committee.

Section 2:

The dues shall be payable by all members annually. The Executive Committee will determine the amount and notify members at the start of the calendar year. The Membership Coordinator shall notify members two months in arrears and those whose dues are not paid within one month thereafter shall be automatically dropped from the membership.

Section 3:

The full dues must be paid regardless of when a member joins or renews.

**ARTICLE IV
OFFICERS**

Section 1:

The elected officers of the Guild shall be the President, Vice President, Secretary, Treasurer, Project Franklin County Quilters Guild

Coordinator(s) and Program Director(s). The Executive Committee shall be comprised of the elected officers plus the Communications Director and the Membership Coordinator. The past president shall serve as ex-officio member of the Executive Committee. The officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Guild.

Chairs, coordinators, and directors include but are not limited to: membership; communications; quilt show; annual charity quilt; raffle quilt; and comfort quilts. All officers, chairs, coordinators, and directors shall be 18 years or older.

Section 2:

Nominations for officers will take place at the regular meeting in November. Officers shall be elected by a show of hands vote at the annual meeting in December. See Article VII, Section 1 for the nominating committee protocol.

Section 3:

Officers, chairs, coordinators, and directors will serve a one-year term but may serve more than one term consecutively. They shall assume their duties at the end of the annual meeting in December.

Section 4:

All elected officers may issue and sign receipts, as requested, for the donation of monies or goods to the Guild. Such receipts shall include the date of the donation, a description of the donation, and the amount or value of the donation.

**ARTICLE V
DUTIES OF THE OFFICERS AND CHAIRPERSONS**

Section 1:

Duties of the President shall include:

- Preside at all meetings
- Call meeting to order at the appointed time
- Introduce guests and new members at each meeting
- Announce business to the membership
- Be informed of communications
- State and put all questions properly brought by the membership
- Decide all questions of order
- Preserve order and decorum
- Provide signature when necessary
- Provide a President's Message to the Communications Director by the established newsletter deadline
- Request a Nominating Committee of at least three members no later than the September meeting.

Section 2:

Duties of the Vice President shall include:

- Preside and perform the duties of president in the absence of the president
- Schedule meeting location and time, in coordination with the President and Program Director(s), for all Executive Committee meetings and all monthly guild meetings
- Coordinate supplies and set up meeting room for Guild potluck dinners.

Section 3:

Duties of the Secretary shall include:

- Keep minutes of the meeting

Provide electronic copy of the minutes for Executive Committee meetings and monthly guild meetings to the Communications Director by the established newsletter deadline
Preside in the absence of the president and vice president
Conduct correspondence as directed
Maintain copies of all past meeting minutes and correspondence generated.

Section 4:

Duties of the Treasurer shall include:

Receive and deposit all monies due the Guild
Disperse funds as needed to conduct guild business
Keep bookkeeping records of such monies and funds
Maintain all documents related to incorporation in and tax exempt status with the State of Vermont
Maintain all documents related to 501(c)3 status with the Internal Revenue Service
File electronic IRS Form 990-N or IRS and State income tax returns as required by law
Ensure proper documentation is presented for items for payments
Provide electronic copy of the Treasurer's Report to the Communications Director by the established newsletter deadline.

Section 5:

Duties of the Program Director shall include:

Solicit teachers and/or speakers for guild programs
Inform the treasurer before all programs of monies due the speaker or teacher
Coordinate monthly programs throughout the guild year.

Section 6:

Duties of the Project Coordinator shall include:

Organize monthly block of the month
Organize other projects such as block or fabric exchanges, mystery quilts, challenges, and progressive quilts.

Section 7:

Duties of the Membership Chairperson shall include:

Collect membership dues at the March meeting and as new members join in coordination with the Treasurer
Notify members who are in arrears with their dues
Compile a list of members' names, addresses, email addresses, and telephone numbers
Update the membership list as needed
Provide electronic copies of the membership list to the Executive Committee as needed.

Section 8:

Duties of the Communications Director shall include:

Publish the Guild's newsletter
Organize the following items, at minimum, in each newsletter:
List of Guild officers, chairpersons, and coordinators
Schedule of monthly meetings to include start time
President's message
Minutes of previous month's meeting(s)
Treasurer's Report for current month
Instructions for block of the month and/or other projects as needed.
Maintain copies of all past newsletters

Monitor the Guild's email account.

ARTICLE VI MEETINGS

Section 1:

The Guild shall hold 10 monthly meetings during the calendar year. The months and dates of the regular meetings shall be determined by the Executive Committee and approved by the membership. Any changes to the meeting date/time and/or place shall be announced at a previous meeting and in the newsletter.

Section 2:

The December meeting shall be known as the annual meeting and shall be for the purpose of electing officers, receiving reports of the officers and committees, and for any other business that may arise.

Section 3:

The Executive Committee shall meet at least once prior to the March meeting to prepare for the coming year and as often as necessary thereafter. The President shall invite any chairpersons or coordinators to the Executive Committee meetings as deemed necessary to conduct the business of the Guild.

Section 4:

One-third membership of the Guild shall constitute a quorum.

ARTICLE VII COMMITTEES

Section 1:

The President shall request a Nominating Committee of at least three members no later than the September meeting. It shall be the duty of this committee to solicit candidates for the offices of President, Vice President, Secretary, Treasurer, Program Director, and Project Coordinator.

Section 2:

The committee will accept nominations from the floor in November and will present a slate of candidates at the annual meeting in December.

Section 3:

Standing or Special committees shall be appointed by the President as necessary to carry out the business of the Guild. The President shall be an ex-officio member of all committees.

ARTICLE VIII GUILD FINANCES

Section 1:

Checks for payment to the Guild shall be made payable to the Franklin County Quilters Guild or FCQG.

Section 2:

All income received on behalf of the Guild shall be turned in to the Treasurer and shall not be offset by expenses incurred.

Section 3:

Any expenditure in excess of \$250 must be pre-approved by the Executive Committee.

Section 4:

Members must be at least 18 years old to make any Guild expenditures.

**ARTICLE IX
PARLIAMENTARY AUTHORITY**

The rules contained in Robert's Rules of Order Newly Revised shall govern the Guild in all cases in which they are not inconsistent with these bylaws and any special rules of order that the Guild may adopt.

**ARTICLE X
AMENDMENT OF BYLAWS**

These bylaws may be amended at any regular meeting of the Guild by a two-thirds vote, provided the amendment has been submitted in writing by/at the previous regular meeting or has been published in the newsletter prior to the vote.

Bylaws approved unanimously by membership October 20, 2000

Addition of Article III, Section 4, approved unanimously by membership September 15, 2005

Addition of Article III, Section 1, Paragraph 2, approved unanimously by membership June 16, 2010

Changes to Articles I-VII, IX and X, addition of Article II, Section 2, addition of Article IV, Section 4, addition of Article V, Sections 7 & 8, addition of Article VIII, Guild Finances, and addition of Appendix approved unanimously by membership June 17, 2015

Addition to Article V, Section 1, approved unanimously by membership October 17, 2018.

Change to Article VI, Section 1, approved unanimously by membership May 14, 2025.

Major rewrite of the Guild's bylaws approved unanimously by membership November 19, 2025; this rewrite effective January 1, 2026.

APPENDIX
ARTICLES OF INCORPORATION
FOR THE
FRANKLIN COUNTY QUILTERS GUILD INC.
OF VERMONT

First: The name of the Corporation shall be Franklin County Quilters Guild Inc. of Vermont.

Second: The principal office of the Corporation is located in Saint Albans, Franklin County, Vermont.

Third: Said corporation is organized exclusively for charitable, religious, educational, and/or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Fourth: The names and addresses of the persons who are the initial officers of the corporation are as follows:

Helen Short, President, 12 Burnell Terrace, St. Albans, VT 05478
Kristen Bachand, Vice President, PO Box 49, St. Albans Bay, VT 05481
Deborah Dusablon, Treasurer, 117 Green Point Road, North Hero, VT 05474
Kay Benedict, Secretary, 24 Glen Ridge Lane, St. Albans, VT 05478

Fifth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Sixth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.