

FIDALGO ISLAND QUILTERS BY-LAWS

I. NAME:

The name of the organization shall be the Fidalgo Island Quilters (FIQ). The day group shall be known as Suns and the evening group as Stars.

II. PURPOSE:

The purpose of this organization shall be to: Further the understanding of quilting as an Intriguing and rewarding needlecraft and artistic medium.

A. Educate and encourage people in the performance of quilting and patchwork art.

B. Share talents and knowledge within the organization as well as with the community.

C. Provide opportunities to exhibit fine examples of quilts and patchwork, both old and new.

D. Make charitable contributions to enrich the community.

III. MEMBERSHIP, DUES, AND MEETINGS:

A. Membership is open to all persons who pay annual dues as specified in the Standing Rules.

B. Dues are payable at the September meeting and become delinquent after October 31.

C. General and Board meetings shall be held once a month, or at the discretion of the Board.

IV. OFFICERS AND ELECTIONS:

A. The Officers shall be President, Vice President, Secretary, Treasurer, and Stars Chairperson. Offices can be shared, but no individual may hold more than one office or board position without board approval.

B. The Nominating Committee, consisting of at least five members (2 suns and 2 stars and one appointed board member), shall be formed at the February General meetings. Presentation of the nominees shall be at the April board meeting, Publication shall be in the May newsletter.

- C. Nominees must be FIQ members for at least Six (6) months prior to nomination.
- D. Elections shall be held at the May General Meetings, following a report of the Nomination Committee.
- E. Installation of officers shall be held at the June General Meetings. All changes shall take effect in July.
- F. Term of office shall be no less than one year. An officer may succeed herself or himself but not for more than two consecutive terms.
- G. Unscheduled Vacancies shall be filled by Board appointment.

V. DUTIES OF THE OFFICERS:

A. The President shall:

- 1) Preside at the Board meetings.
- 2) Preside over Suns meetings in the Absence of the Vice President.
- 3) Be a signor on the FIQ checking account.
- 4) Sign contracts with Board Approval.
- 5) Appoint all standing committees.
- 6) Appoint special committees as necessary.
- 7) With the assistance of the Treasurer, prepare and present the preliminary annual budget to the board.
- 8) Be eligible for ex-officio membership of all committees, except the Nominating Committee.

B. The Vice President shall:

- 1) Preside in the absence of, or at the request of, the President.
- 2) Preside at the Suns meeting.
- 3) Assist the President.
- 4) Assist the Membership Committee.
- 5) Fulfill the duties of the President, in the event the President cannot complete the full term of office.

C. The Stars Chair shall:

- 1) Preside at Stars meetings.
- 2) Act as liaison between the Suns and the Stars group.
- 3) Attend, or have a representative attend, Board and Suns General Meetings.
- 4) Appoint a member to take minutes of the Stars meetings. She shall provide the Secretary an accurate copy of the minutes prior to the newsletter deadline.
- 5) Organize volunteers for various projects.

D. The Secretary shall:

- 1) Attend, or have a representative attend, the Board meeting and the Suns general meeting and take minutes.
- 2) Coordinate receipt of all meeting minutes, keep the written records of General and Board meetings, and meet the newsletter deadline.
- 3) Maintain the minutes book in current status for reference.
- 4) Send a copy of the minutes of each meeting to the Officers and all Board members.
- 5) Have copies of the minutes of the previous Board meetings available to members at the General meeting.
- 6) Be a member of the Bylaws Review Committee.

E. The Treasurer shall:

- 1) Be a signor on the FIQ checking account, deposit all incoming funds and disburse funds as approved by FIQ.
- 2) Keep accurate records of all funds and transactions using Board approved financial recordkeeping methods.
- 3) Prepare a written report on the financial status of FIQ for presentation at each General meeting and Board meetings.
- 4) Assist the President with the preparation and presentation of the budget to the Board.
- 5) Assist the Audit Committee with the annual audit.

VI. THE BOARD

A. The Board shall be composed of all officers, the immediate past president, the chairs for Community Quilts, Membership, Programs, Quilt Camp, Quilt Raffle Sales, Quilt Show, and Quilt Walk, the Librarian, the Newsletter Editor, and the Website Chair.

B. The Board shall meet monthly or at the discretion of the Board. Any member in good standing is encouraged to attend Board meetings.

C. The duties of the Board shall be to:

- 1) Attend to the business of the organization.
- 2) Plan business and programs of the regular meetings.
- 3) Approve all contracts.
- 4) Fill unscheduled vacancies.

D. Any board member, chair person, or committee member not performing his/her duties in a proper or satisfactory manner may be removed from that position by the Board following an affirmative vote of two-third (2/3) of a majority of the Board members. Fifteen days' written notice shall be given the incumbent prior to the vote.

VII. VOTING

No formal action shall be taken in the absence of a quorum except to adjourn the meeting to a subsequent date.

Unless specified in these Bylaws, passage of a motion shall be by simple majority.

A. Board

- 1) A majority of the Board shall constitute a quorum.
- 2) Only Board members vote on issues raised at Board meetings. Board positions with co-chairs have only one vote.

B. Membership

- 1) A quorum of membership shall be one-third (1/3) of members in good standing.
- 2) Voting on the Budget, Bylaws, Elections, and Dissolution shall be by ballot. All other issues may be decided by a show of hands unless directed otherwise by the Board.
- 3) No voting result shall be announced until after Stars vote.

VIII. COMMITTEES AND REPRESENTATIVES

A. Standing committees of the organization are: Audit, By-Laws Review, Community Quilts, Friendship Blocks, Historian, Hostess, Librarian, Membership, Northwest Quilt Connection (NQC), Newsletter, Nominating, Programs, Quilt Camp, Quilt Rack, Quilt Raffle Sales, Quilt Show, Quilt Walk, Sunshine and Website.

B. Special committees may be appointed as needed.

C. Committee chairperson shall serve no more than three consecutive years. A chairperson may be reappointed after a sabbatical of one or more years. This requirement may be waived by the Board in special circumstances.

D. The duties of Standing Committees shall be defined in the Standing Rules.

IX. FISCAL POLICIES

A. The fiscal year shall be July 1 to June 30.

B. The annual budget shall be presented to and approved by members at the June general meetings.

C. Unbudgeted line items of Fifty (\$50) dollars or more shall be brought to the Board for preliminary approval and then to the membership for final approval.

D. An internal audit shall be completed annually.

X. BY-LAWS

The By-Laws of the organization may be amended at any regular general meeting provided the amendment has been published in the newsletter prior to the meeting at which voting is to occur. A two-thirds vote of the members present is required for passage.

XI. PARLIAMENTARY AUTHORITY

The parliamentary authority for FIQ shall be Robert's Rules of Order, with due regard for FIQ's tradition of creative accommodation.

XII. DISSOLUTION

- A. Pursuant to RCW 24.03.220, dissolution of FIQ requires Board recommendation for dissolution and a vote by two-thirds (2/3) of members in good standing.
- B. Upon dissolution of the Fidalgo Island Quilters, all liabilities shall be paid with FIQ funds.
- C. Distribution of remaining assets shall be made to organizations that qualify as a charitable organization under IRS code in effect at the time of disbursement. Further, these assets shall be used only for the benefit of charitable or educational organizations.
- D. Disposal of assets shall be voted on by the general membership. Passage requires a simple majority.