



## London Friendship Quilters Guild Constitution

### **Article I: Name**

The organization shall be called the London Friendship Quilters Guild (LFQG).

### **Article II: Aims and Objectives:**

The LFQG is a not for profit organization whose aims are:

- To promote an appreciation for, and to contribute to the knowledge of the art and craftsmanship of patchwork and quilting.
- To encourage performance in the art of quilting by providing educational opportunities.
- To provide a forum for friendly exchange of ideas and information.
- To contribute to our community by making handmade/quilted items for community groups/agencies or charities through our Outreach Program.

### **Article III: Not For Profit Organization**

- The LFQG is a not for profit organization, whose programs and activities are conducted without any financial gain to its Officers or Members.
- Any budgetary surplus that accrues at year-end shall be used in promoting the objectives of the Guild.
- As a not for profit organization, the Guild will not carry an undue surplus from year to year, other than a 'reserve' to cover unexpected increases in rent, insurance, equipment replacement, and Quilt Show startup expenses. The amount of the reserve will be at the discretion of the Executive Committee.

### **Article IV: Membership**

- Membership shall be open to all persons interested in quilts and quilting, upon payment of membership fees. The number of people in the Guild will be limited by the capacity of the meeting room.
- Honorary membership shall be awarded to only founding members of the Guild with consistent membership. They are not required to pay a membership fee.
- The Guild Executive may decline to extend membership to any person whose objectives are deemed to be inconsistent with those of the LFQG.
- The membership year shall be September 1st to August 31st.
- The membership list is for the exclusive use of Guild members for Guild business, and shall not be divulged, sold or otherwise made public or shared by any Guild member with persons/organizations/businesses outside of the Guild.

## **Article V: Membership and Visitor Fees**

- Both membership and visitor fees shall be determined annually by the Executive.
- Membership Fee shall be paid in full by all members at or before the first meeting attended. After January 1st of each Guild year the fee will be prorated to the number of meetings remaining
- Visitors/guests may attend up to 2 (two) meetings between September and May of 1 (one) Guild year upon payment of designated visitor/guest fee. If a person wishes to attend 3 (three) or more meetings, they must become a member of the Guild and their paid visitor fee will be applied to their membership fee.

## **Article VI: Executive**

- The Executive shall be responsible for the management and conduct of the affairs of the Guild as defined by the Constitution or any special resolution of the Guild.
- The Executive shall exercise such general discretion over administrative affairs as is necessary for the effective pursuit of the Guild's objectives, and shall authorize all necessary expenditures, including the purchase or rental of property and the making of contracts.
  - The President gives full authority to the Program Coordinator to execute contracts with speakers/teachers for each membership year. Contracts will be forwarded to the Treasurer when payment is required.
- Each member of the Executive shall be either an Officer or a Chair of a Committee.
- The Officers of the Guild include the President, Past-President, Vice- President, Secretary, and Treasurer.
- The Committee Chairs include the Program Coordinator, Membership Coordinator, Social Media Coordinator, Community Outreach Coordinator, Inreach Coordinator, Librarian, and Quilt Show Coordinator.
- When 2 (two) or more people share the duties of one of these positions, only 1 (one) person shall vote at the Executive meetings.
- The Executive of the Guild shall be elected at the Annual General Meeting in May and their positions will commence July 1st.
- No Executive shall hold the same office for more than 2 (two) consecutive years without the agreement of the membership.
- The Executive shall maintain a procedural binder of important information and specific processes of their responsibilities.
- In the event of a resignation, the Executive shall appoint a consenting member to complete the term.
- The Officers shall present a report about activities for the year at the Annual General Meeting and submit this report to the Secretary for inclusion in the annual report.
- The Committee Chairs shall provide a year-end report to the President to be included in the review of the year at the Annual General Meeting.
- The Executive's mandate is to implement the aims and objectives listed in Article II.

**Article VII: Meetings:**

- Meetings can be held in person or virtually and voting may be conducted in person or electronically using a virtual platform or email.
- The number and dates/times of Guild and Executive meetings shall be determined annually by the Executive.
- If it is necessary to cancel any meeting or change to a virtual meeting for any reason, a notice will be sent to all members by email, and the cancellation will be posted on the website as per the Guild's Emergency Procedures. Any member who does not use email will receive a phone call.
- The Annual General Meeting shall be held each year in May.

**Article VIII: Nominations and Elections:**

- The nominating committee shall be chaired by the Vice-President, and may include up to 2 (two) non-Executive members of the Guild.
- Members are encouraged to volunteer for the various Executive positions within the Guild.
- The committee will prepare a slate of officers to be presented to the Guild membership at the April meeting prior to the Annual General Meeting in May.
- The nominees for President should have 2 (two) years' experience in any capacity on the Guild Executive.
- Nominations must have the consent of the nominee and the name of a seconder.
- Nominations may also be made from the floor at the Annual General Meeting, with the consent of the nominee and must include a seconder.
- Elections shall be held at the Annual General Meeting. Those receiving the plurality of votes of the membership will be elected.
- Voting will be conducted by secret ballot (if electronic using virtual platform or email) in the event that there is more than 1 (one) nominee for an Executive position.
- The ballots will be counted by 2 (two) Guild members appointed by a member of the Executive who is finishing their term and whose name is not on the ballot.

## **Article IX: Finance:**

- The fiscal year commences on the 1st of July and ends on the 30<sup>th</sup> of June of the following year.
- The signing officers of the Guild shall be 2 (two) of the following 3 (three) Officers: President, Vice-President and/or Treasurer.
- Majority of payments and monies received shall be done electronically without the need for 2 (two) Signing officers.
- Each quarter a report that includes the Journal Entry, Income Statement and the Bank Statement will be provided to the Officers.
- Expenditures require the following approvals:
  - All payments done electronically require 1 (one) email/form approval
  - Anything outside of the budget:
    - Any expenditure of the Guild less than \$100.00 shall require the approval of the Officers.
    - Any expenditure in excess of \$100.00 but under \$500.00 shall require the prior approval of the Executive.
    - All expenditure in excess of \$500.00 shall require the prior approval of the members of the Guild.
- A Treasurer's Report for the Guild year will be made available at the Annual General Meeting. This report is not the year-end report but a status as of end of April with any notes of known activity to year end. Once the final report has been reviewed it will be presented at a fall Guild Meeting and posted on the website.
- The Executive shall appoint a financial reviewer annually to review the Guild's financial statements and supporting documents at the close of the financial year and submit a report that shall be available to all members.
- Financial Reserve:
  - The Guild will hold approximately 1 to 1.5 years of operating income to account for any unforeseen expenditures and Quilt Show startup expenses. Anything in excess will be provided back to the guild in the form of increased program, outreach, etc. If funds fall below that, the executive will assess if this level can be decreased or if a review of income and expenditures needs to occur.
  - When giving back to the Guild Members, the executive has authority to run a deficit in any given year of \$1,000 that does not include startup funds provided to the Quilt Show. Any budgeted spending that results in a deficit in excess of \$1,000 (not including the Quilt Show) during the year will be approved by the members at the Annual General Meeting.

**Article X: Amendments to the Constitution:**

- The constitution may be amended or repealed by a 2/3 (two-thirds) majority vote of the members present at the Annual General Meeting of the Guild.
- Notice of a proposed amendment must be circulated to members by 45 (fourty-five) days prior to the Annual General Meeting.
- In the event of the dissolution of the Guild, all property assets will be liquidated and all financial proceeds donated to the Canadian Quilters' Association.
- The Constitution of the LFQG should be reviewed by a committee at least every 5 (five) years. All other related documents are to be reviewed annually and do not require member approval as they are policies and procedures that support the Constitution.

**Article XI: Parliamentary Procedure:**

In all matters for which the constitution does not provide, Roberts Rules of Order, revised, shall be the authority.