

LETORT QUILTERS OF CARLISLE

BYLAWS

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LETORT QUILTERS OF CARLISLE BYLAWS

ARTICLE 1 – NAME

The name of this Nonprofit Corporation shall be Letort Quilters of Carlisle. The Corporation may be referred to in these Bylaws as the "Guild".

ARTICLE 2 - OFFICE AND AGENT

The registered office of the Guild shall be the current Secretary's address. The current Secretary shall be the registered agent of the Guild. The mailing address of the Guild shall be P.O. Box 260, Carlisle, PA 17013-0260.

ARTICLE 3 – PURPOSE

Section 1 - Purpose of Guild

The purpose of this Guild shall be to create, stimulate, maintain, and record an interest in all matters pertaining to making, collecting, and preserving quilts and to establish and promote educational and philanthropic endeavors through quilting.

Section 2 – Means to Achieve Purpose

The Guild shall strive to achieve its purpose by:

- a. establishing lines of communication within the Guild for the stimulation of thought, exchange of ideas, mutual assistance, and enhancement of individual strengths,
- b. supporting the preservation and interpretation of quilts that have historical and cultural value, and
- c. supporting and encouraging the present-day art of quilt making and supporting local charitable organizations that help those in need.

ARTICLE 4 – BOARD OF DIRECTORS

Section 1 - General Powers

- a. The business and affairs of the Guild shall be managed by its Board of Directors (the Board). The Board of Directors shall have the power as provided in these Bylaws or permitted under the laws of the Commonwealth of Pennsylvania.
- b. The powers, obligations and rights of the Guild provided by law shall reside in the Board of Directors except those reserved by the membership as noted elsewhere in these bylaws.

Section 2 - Board Meetings

- a. Board meetings shall be scheduled for a minimum of four (4) times per year. Additional meetings may be scheduled as deemed necessary by the President.
- b. Fifty-one percent of Board members shall constitute a quorum for the transaction of business.
- c. The Board shall, at their scheduled meetings, review the financial status of the Guild and recommend appropriate actions as necessary.
- d. Any member of the Guild may attend any Board meeting but shall not have a vote on any Board action.

Section 3 – Structure

- a. The Guild’s Board of Directors shall consist of at least 9 board members including the Guild’s Four (4) officers who shall be elected by a majority vote by active members in attendance the 1st meeting in May.
- b. The terms of service of the Board members shall be staggered. The terms of service of Board members shall be two (2) years and shall begin July 1 and end June 30 at the end of the second membership year.
- c. A Board member, having served three (3) consecutive two-year terms, shall be eligible to serve again on the Board following one (1) full year of absence from Board service.
- d. Should any seat on the Board or any Officer Position become vacant before a Board member's or Officer’s term is completed, the Nomination Committee shall take all necessary steps to find candidates to fill the remainder of the term shall be elected by a majority vote by active members in attendance at the next available meeting.

Section 4 - Guild Officers

- a. The officers shall be President, President-Elect, Treasurer, and Secretary and shall be voted on by the active members.
- b. The President and President Elect positions can be co-leadership positions.
- c. The terms of President and President-Elect shall be one (1) membership year. The President-Elect automatically succeeds to the office of President at the expiration of the President’s one-year term.
- d. The Secretary and Treasurer shall serve a term of two (2) membership years. Candidates for both of these offices must be a member of the Guild for a minimum of one (1) year.

Section 5 – Duties of Guild Officers

President

- a. Shall work with other Guild officers and committees to ensure the fulfillment of the Guild purpose, including programs and other activities.
- b. Shall preside at Board and Guild meetings.
- c. Shall sign written contracts and obligations of the Guild. Per amendment of 2023, an appointed designee shall sign contracts.

President-Elect

- a. Shall assist the President in the fulfillment of all duties. as called upon and shall exercise all functions of the President in the latter’s absence.

Secretary

- a. Register as the Office of the Guild.
- b. Shall maintain the Articles of Incorporation.
- c. Shall record, maintain, and distribute minutes of Board and Guild meetings.
- d. Shall maintain a record system of all non-financial materials/records of the Guild.

Treasurer

- a. Shall collect and deposit all funds received in a bank or like institution approved by the Board of Directors.
- b. Shall disburse monies as authorized
- c. Shall prepare a monthly report to be shared with the Board and Membership via newsletter.
- d. Shall have available all financial records to be submitted for an internal review at the close of the fiscal year (June 30
- e. The Treasurer and the President shall be authorized to sign checks of the Guild.

Section 6 - Removal of Board Members or Officers

- a. Any Board member or Guild Officer not performing their duties according to the Bylaws may be removed from their position by the Board following an affirmative ballot vote majority of the Board or a majority of the members. Fifteen (15) days written notice shall be given to said Board member.
- b. Any Board member who has three (3) consecutive unexcused absences from Board meetings will be removed. Fifteen (15) days written notice shall be given to said Board member.

ARTICLE 5 – COMMITTEES AND LIASONS

Section 1 – Committees:

The Guild shall maintain both standing and ad hoc committees as needed to fulfill the purpose of the Guild.

Community Service/Outreach Committee

- a. Shall seek and research possible avenues to use the abilities within the Guild to reach out to organizations/individuals in need.
- b. Shall consist of as many members as necessary, which may include the following but not limited to:
 - 1. Comfort Quilts Sub-Committee;
 - 2. Fiddle Quilts Sub-Committee; and
 - 3. Pet Bed Sub-Committee.

Fundraising Committee

- a. Shall develop and implement strategies for raising funds for the Guild's education fund.

- b. Shall consist of as many members as necessary, which may include the following positions:
 - 1. Second Chance Auction Coordinator - Shall coordinate the Second Chance Auction to be held one time per year.
 - 2. Raffle Quilt Coordinator - Shall coordinate the efforts of Guild members to make quilts to be raffled to the general public.
 - 3. Bingo Coordinator - Shall coordinate the efforts of the Guild members to make quilts to be prizes at Quilt Bingo every two years.

Hospitality Committee

- a. Shall provide a welcoming atmosphere for members and visitors.
- b. Shall consist of as many members as necessary including the following positions:
 - 1. Greeter Coordinator - Shall be responsible for scheduling greeters for each meeting and other Guild functions as needed.
 - 2. Facilities Coordinator - Shall be responsible for set-up and tear-down at meeting venue.

Guild Membership Committee

- a. Shall maintain a current list of members. consist of as many members as necessary.
- b. Shall receive all Guild membership applications and renewal forms.
- c. Shall forward all Guild membership monies to the Treasurer for deposit.

Communications/Publicity Committee

- a. Shall keep the Guild informed of important dates and activities and publicize activities of the Guild as necessary to the public.
- b. Shall consist of as many members as necessary including but not limited to the following positions:
 - 1. Newsletter Editor
 - 2. Website Administrator
 - 3. Publicity Chairperson
 - 4. Zoom Administrator

Programs and Education Committee

- a. Shall schedule and implement educational and recreational activities for Guild members.
- b. The current President shall lead this committee from July through December President-Elect shall lead this committee from January through June
- c. Shall consist of as many Guild members as necessary including but not limited to the following positions:
 - 1. Workshop Coordinator
 - 2. Retreat Coordinator

Nominations Committee

- a. The Secretary or the President shall lead the Nomination committee.

Ad Hoc Committees

- a. Ad hoc committees may be established by the Board as needed and shall function for the time required to accomplish the purpose of the committee.

Section 2 – Liaisons

Each Committee shall have a Board liaison who will give an update of their respective committee(s) at each Board meeting.

Members at Large

- a. Shall serve as a board member without specific responsibilities
- b. Shall be available to membership of the Guild to hear concerns to be brought to the Board

ARTICLE 6 – GUILD MEETINGS

Regular meetings shall be scheduled September to the following June as posted in the monthly newsletter and on the website. These meetings shall be for the purpose of business, education and fellowship.

ARTICLE 7 – MEMBERSHIP AND DUES

Section 1 – Membership

- a. Membership in the Guild is open to any person who completes a written application and makes payment of the appropriate dues.
- b. Letort Quilters of Carlisle does not discriminate against any person because of age, ancestry, color, disability or handicap, gender, national origin, race, religious creed, or sexual orientation.
- c. A Guild membership year is defined as beginning July 1 and ending on June 30.
- d. Members shall vote on matters relating to amendment to bylaws, election of board members, decision to hold events including but not limited to quilt shows and quilt Bingo. All of which must be presented for a vote to the members.
- e. Annual dues shall be recommended by the Board by April for the next membership year. Membership dues will be approved by the membership.
- f. The appropriate dues for membership shall accompany the application/renewal form.
- g. Guild membership dues shall be paid to Letort Quilters of Carlisle no later than the first meeting in October. One set rate shall apply throughout the year. Cases of financial hardship will be handled by the Board on an individual basis.
- h. Dues are nonrefundable.

ARTICLE 8 – AMENDING THE BYLAWS

Section 1 - Procedure for Bylaws Amendment

- a. Amendment(s) may be proposed by any member.
- b. The President may appoint an ad hoc committee consisting of Board members and members to study the Bylaws and recommend amendments.
- c. The proposed amendment(s) shall be distributed to the membership with the recommendation of the ad hoc committee (2) weeks prior to the meeting for approval.
- d. These proposed change(s) must be approved by a majority of the membership in attendance.
- e. The approved change(s) to the Bylaws shall be published on the website and immediately distributed via email to the membership.

ARTICLE 9 – PROHIBITION AGAINST PRIVATE INUREMENT

No part of the net earnings of this Guild shall inure to the benefit of, or be distributed to, its members, directors or trustees, officers, or other private persons, except that the Guild shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this Guild.

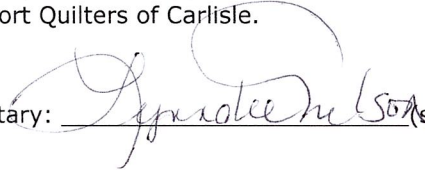
ARTICLE 10 – DISSOLUTION

Should Letort Quilters of Carlisle dissolve for any reason, the remaining money in the Guild treasury shall be donated to one or more 501(c)(3) charities to be voted on by the remaining members. Any remaining Guild supplies, such as light fixtures, extension cords, etc., shall be sold and the proceeds donated to the previously mentioned charity or charities.

ARTICLE 11 – PARLIAMENTARY AUTHORITY

The rules contained in *Robert's Rules of Order, Revised* shall govern meetings of this organization in all cases in which they are not inconsistent with these Bylaws.

These Bylaws were approved by the members on 2/2/2025 and shall be posted on the website of Letort Quilters of Carlisle.

Secretary:  (signature)

Adopted 2/2/2025