

CONSTITUTION

ARTICLE I: Name and Location

The organization shall be called:

THE DURHAM TRILLIUM QUILTERS' GUILD

This shall be a non-profit organization located in the Regional Municipality of Durham.

ARTICLE II: Aims and Objectives

1. To enhance the knowledge of quilting within the group and the community.
2. To preserve quilting as an art form.
3. To establish, maintain, and upgrade quilting standards.
4. To encourage an exchange of ideas and methods.
5. To participate in community projects.

BY-LAWS:

ARTICLE III: Guild Year and Meetings

1. The Guild year shall be July 1 to June 30 of the following year.
2. The number and dates of General Guild Meetings and Executive Meetings shall be determined annually by the Guild Executive.
3. The Annual General Meeting (AGM) shall be held in June of each year. The Annual General Meeting will be referred to as "AGM" from this point on.

ARTICLE IV: Membership

1. The Guild membership shall be open to all persons interested in quilts and quilting, upon payment of annual dues. Annual dues will be reduced to one-half of the annual dues after five General Guild meetings have been held in a guild year.
2. Changes in annual dues will be determined by the Executive and presented for approval by the membership at the AGM.
3. Honorary Memberships and Complimentary Memberships shall be awarded at the discretion of the Executive.
4. All memberships expire on June 30. Membership renewals for the next guild year will be accepted starting July 1. Members not having renewed by the October General Guild Meeting will be removed from the membership roster. Lapsed memberships may be renewed at any time upon payment of membership dues.
5. Guests may attend selected General Guild Meetings upon payment of a designated fee set by the Executive. The Executive may restrict guest attendance at designated General Guild Meetings (e.g., the AGM), at their discretion.
6. The membership list is provided for the personal use of members only and must not be used for any commercial purpose. Requests for use of the Guild membership list for purposes other than Guild activities must be submitted in writing to the Executive.
7. Membership is terminated:
 - a. Upon death of the member.
 - b. If the member's term of membership expires.
 - c. If the member resigns by delivering a written resignation to the President of the Guild. The resignation shall be effective on the date received.
 - d. If the member has been expelled in accordance with Section 8 below.

8. Discipline of Members

- a. The Executive shall have the authority to suspend or expel any member from the guild for any one or more of the following grounds:
 - i. Violating any provision of the articles of this constitution or written policies of the Guild.
 - ii. Carrying out any conduct which may be detrimental to the Guild as determined by the Guild Executive in its sole discretion.
 - iii. For any other reason that the Executive in its discretion considers to be reasonable, having regard to the aims and objectives of the Guild.
- b. In the event that the Guild Executive determines that a member should be expelled or suspended from membership in the Guild, the President, or such other Officer as may be designated by the Executive, shall provide twenty (20) days' notice of suspension or expulsion, in writing, to the member and shall provide reasons for the proposed suspension or expulsion. The member may make written submission to the President, or such other Officer as may be designated by the Executive, in response to the notice received within such twenty (20) day period. In the event that no written submissions are received by the President, the President, or such other officer as may be designated by the Executive, may proceed to notify the member that the member is suspended or expelled from membership in the Guild. If written submissions are received in accordance with this section, the Executive will consider such submissions in arriving at a final decision and shall notify the member, in writing, concerning such final decision within a further twenty (20) days from the date of receipt of the submissions. The Executive's decision shall be final and binding on the member, without any further right of appeal.
- c. The length of the member's suspension will be determined by the Executive and conveyed to the membership convenor. This information will be kept in the membership binder and in confidence.
- d. Should a formerly suspended member apply to return as a member the matter will be referred to the Executive.

ARTICLE V: Officers and Executive

1. OFFICERS of the Guild shall be:
President, Vice President, Secretary, Treasurer, and Senior Advisor. The guild must have the President, Secretary and Treasurer positions filled in order to operate. It is preferred that the guild will also have a Senior Advisor and Vice President. No member may hold more than one Officer position at a time.
2. EXECUTIVES of the Guild shall be the Officers plus any elected or appointed Convenor and Team Lead positions.
 - CONVENORS include: Membership, Program, Newsletter, Website, and Technology. These positions are optional. If a Convenor position is vacant, members of the Executive and/or members at large may volunteer to coordinate activities of the vacant position. These members at large volunteers are not members of the Executive, and may not vote at Executive meetings.
 - TEAM LEAD positions include Social, Fabric Basket, Community Outreach, Workshop, Retreats, Chance Draw, Block of the Month, Library, and Publicity/Advertising. These positions are optional. If a Team Lead position is vacant, the guild can continue, possibly just without that program. Members of the Executive and/or members at large may volunteer to coordinate activities of the vacant position. These members at large volunteers are not members of the Executive, and may not vote at Executive meetings.
3. The Officers, Convenors and Team Leads shall be elected at the AGM in June, and commence their position on July 1st.
4. To hold a position as an Officer, a person must have been a member of the Guild, in good standing, for at least 1 guild year. For clarity on "1 guild year": the member must have joined

- the Guild by the first guild meeting of the year (September meeting) and remained in the Guild until the June meeting of the same guild year.
5. To hold the position of President, a person must have been a member of the Executive (an Officer, a Convenor, or a Team Lead) for at least 1 full guild year (specifically from the August Executive meeting through the June Executive meeting).
 6. A Guild member may only hold one of the following positions at a time: President, Vice President, Secretary, Treasurer, Program, Membership, and Technology, due to the level of work required. This does not restrict positions on the Quilt Show Committee.
 7. The Officer terms are a default of one year. The Officers may volunteer to serve one additional one-year term, at their discretion. To serve additional years, should there be an absence of a new volunteer for their role, for the purpose of keeping the guild functioning, the member continuing in the position must be approved by a vote of the membership at the AGM.
 8. Convenor and Team Lead terms are a default of one year. Convenor and Team Leads may serve an additional one or two years at their discretion.
 9. Additional Team Leads can be appointed, when necessary, by the Executive.
 10. Voting is by member not by position. For clarity: Members who have more than one position (whether Officer, Convenor, and/or Team Lead) will have only one vote at the Executive meetings (not one vote per position).
 11. For special decisions to be voted on by the Executive, the Officers may decide to allow the Executive to send in their votes by proxy, by giving seven (7) days written notice prior to the meeting.
 12. If the guild holds a quilt show, at least one Officer, Convenor, or Team Lead must be a member of the Quilt Show Committee.
 13. Resignations from the Executive must be submitted in writing to the President or submitted to the guild via the guild email. The Executive may appoint a replacement to serve the remainder of the term of a person who has resigned.
 14. When an Executive member has been absent for three General and/or Executive meetings, the Executive has the right to appoint a replacement to serve the remainder of the person's term.
 15. A quorum of the Executive shall be a majority of the elected and appointed Officers, Convenors, and Team Leads.
 16. In order to serve as an Officer, Convenor, or Team Lead, the member's annual dues must be paid by August 1.

ARTICLE VI: Duties

EXECUTIVE:

Officers:

President

- Coordinates the running of the guild.
- Presides at all Executive Meetings, General Guild Meetings, and the AGM, or arranges for an alternate to preside at the meetings.
- Prepares the agenda for Executive Meetings, General Meetings, and AGM in consultation with the secretary, or arranges for an alternate to prepare the agenda.
- Prepares and gives a report on the work of the Guild in the past year, at the AGM.
- Co-ordinates facilities for all Executive Meetings, General Guild Meetings, and the AGM, with the assistance of the Vice President.

Vice President

- Assists and replaces the President when necessary.
- Assists the President in coordinating the facilities for Executive Meetings, General Guild Meetings, and the AGM.

- Assumes the responsibility for Special Projects as determined by the Executive.
- Assumes the responsibility of conducting all In-Guild Challenges.
- Organizes greeters for each General Guild Meeting.
- Conducts new member orientation.

Secretary

- Records the minutes of all Executive Meetings and distributes them to the Executive.
- Ensures that members are notified of the date, time and location of the AGM, and that members are given the required information a minimum of fourteen (14) days in advance of the AGM.
- Records the minutes of the AGM.
- Maintains a file of all minutes, reports, correspondence and inquiries for future reference.
- Maintains general correspondence, including electronic and land mail.
- Assumes responsibility for sending cards as appropriate (e.g., condolences, get well, etc.).

Treasurer

- Executes and tracks all guild banking (deposits, cheques, etc.)
- Maintains the guild's financial records
- Prepares records and reports, as necessary, for the annual financial review.
- Prepares an annual budget for review and approval by the Executive.
- Arranges for the annual review of the guild financial records in accordance with Article VIII.4, in sufficient time to report on the reviewed records at the AGM.

Senior Advisor

- Acts as advisor to the Executive.
- Can be filled by any member who has previously served as an Officer.

Convenors:

The following convenor positions are voting executive members who are part of the guild's decision-making process. These positions are optional and the guild may still run if not filled, but it is desirable for these positions to be filled prior to other non-urgent positions. Members in these positions are expected to attend all executive meetings. The duties of each position are listed below.

Membership Convenor

- Collects dues from all members/guests and issues receipts upon request.
- Keeps an up-to-date record of Guild members and a confidential listing of suspended members.
- Maintains membership email address database.
- Keeps the Secretary advised of changes to membership and members emails.
- Advises the Executive of new members and contact information changes.
- Prepares a Guild Membership list, at minimum on an annual basis, and provides it to the Secretary for distribution to members.
- Directs new members to the DTQG website to view the Constitution.
- Provides new members with their initial guild name tag.
- Ensures that a renewal reminder is sent out to members prior to the first General Guild meeting of the year.
- Advises the Treasurer of expenses incurred.
- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Program Convenor

- Arranges for speakers or other activities at General Guild Meetings, with Executive approval, coordinating contracts as required.
- Provides speakers with virtual guild meeting information (e.g., meeting links), as needed.

- Advises the Technology Convenor of any particular technology needs, assisting to arrange for additional equipment needed.
- Helps set up the facility for any in-person presenters.
- For any invited speaker at Guild Meetings: greets the speaker, introduces the speaker to the member audience, and thanks the speaker after the presentation.
- Advises the Treasurer of speaker or other meeting expenses, requesting appropriate cheques for each meeting, sufficiently in advance of Guild Meetings.
- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the Guild year.

Newsletter Convenor

- Sets the deadline for publication of the Newsletter.
- Advises the Treasurer of expenses incurred.
- Prepares the newsletter and has it approved by the assigned Executive representative, prior to providing it to the Website Convenor for upload.
- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Website Convenor

- Maintains the Website content, as provided by Executive members.
- Adds new features to the website as approved by the Executive.
- Advises the Treasurer of expenses incurred.
- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Technology Convenor

- Assists the Executive with technology for Executive Meetings, Guild Meetings and Guild Activities, on an as-needed basis.
- Technology assistance may include items such as on-line guild/event registration forms, virtual meetings, presentation technology, etc.
- Advises the Treasurer of expenses incurred.
- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Team Leads:

Team Lead positions are voting executive members who are part of the guild's decision-making process. The following Team Leads may be elected or appointed to run guild programs, and they may lead a team of one or more assistants. These positions are optional and the guild may still run if not filled. It is not mandatory for the Team Leads to attend all the Executive meetings, but it is encouraged that they do so. If they do not attend, they are required to send in a report on the past month's activities. Note that a team of more than one person gets only 1 vote (a team of many people does not get more than 1 vote). Team Leads are expected to attend the Executive meeting at which the budget is approved. The duties of each position are listed below.

Library Team Lead

- Manages the library by researching, purchasing, lending and managing the inventory of books and materials to be made available to members at General Guild meetings.
- Advises the Treasurer of expenses incurred.
- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Show and Share Team Lead

- Arranges for display and presentations of all member's shared projects during the General Guild Meetings.
- For virtual Guild Meetings, receives photographs of projects from members and presents the photographs at the meeting (e.g., via Powerpoint).
- Advises the Treasurer of expenses incurred.

- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Social Team Lead

- Arranges for coffee, tea and refreshments to be served at in-person General Guild Meetings.
- Coordinates for pot-luck contributions from the members.
- Advises the Treasurer of expenses incurred.
- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Block-of-the-Month Team Lead

- Determines whether to present a block-of-the-month or mystery-quilt type of activity.
- With approval of the Executive, chooses block/pattern, prepares materials, and presents to members.
- Advises the Treasurer of expenses incurred.
- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Publicity/Advertising Team Lead

- Publicizes General Guild Meetings and functions, as directed by the Executive.
- Invoices and tracks collection of fees for advertising in the Newsletter and on the Website.
- Advises the Treasurer of expenses incurred and income received.
- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Community Outreach Team Lead

- Coordinates and organizes community outreach projects.
- Ensures that photographs of outreach items are provided to Newsletter and Website Convenors.
- Delivers member or Guild-made outreach items to appropriate community organizations, as required.
- Advises the Treasurer of expenses incurred.
- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Workshop Team Lead

- Arranges for workshops/sew days, with Executive approval, and enlists teachers as needed.
- Accepts workshop registrations and tracks collection of fees (cash, cheque, or e-transfer).
- Sets fees to be collected for workshops so that funds collected are sufficient to cover all workshop expenses.
- Arranges for facilities, as required.
- Replaces broken or damaged guild equipment, after Executive approval.
- Advises the Treasurer of all expenses and requests cheques for each event.
- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Retreat Team Lead

- Arranges for retreats, with Executive approval.
- Accepts retreat registrations and tracks collection of fees (cash, cheque, or e-transfer).
- Sets fees to be collected for retreats so that funds collected are sufficient to cover all retreat expenses.
- Arranges for facilities, as required.
- Replaces broken or damaged guild equipment, after Executive approval.
- Advises the Treasurer of all expenses and requests cheques for each event.

- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Fabric Basket Team Lead

- Maintains the member-donated fabric scraps.
- Brings the fabric scraps to in-person guild meetings and ensures the fabric is safely stored between in-person meetings.
- Discards donations that are not suitable.
- Advises the Treasurer of expenses incurred.
- Submits their annual budget requirements to the Treasurer for the September Executive Meeting of the guild year.

Chance Draw Team Lead

- Runs the chance draw at in-person meetings.
- Collects funds from ticket sales, documents funds received, distributes half of the funds to the winner and half of the funds to the guild (e.g., via cash to treasurer or sending an e-transfer).
- Advises the Treasurer of expenses incurred and income received.
- Submits their annual budget to the Treasurer for the September Executive Meeting of the guild year.

ARTICLE VII: Nominations and Elections

1. The Nominating Committee shall consist of any two (2) Officers, and one member at large if anyone volunteers.
2. This Committee will prepare a slate of Officers, Convenors, and Team Leads to be presented to the Executive, for approval, at an Executive Meeting sufficiently in advance of the AGM. The slate will be distributed to the membership at least 14 days prior to the AGM, and also will be published in the Newsletter that is posted on the website prior to the AGM.
3. If an Officer, Convenor, or Team Lead position is vacant in the slate put forward for election at the AGM, a member who is present at the AGM and who meets the position's requirements (see earlier) may volunteer during the AGM and be added to the slate for the election.
4. Elections shall be held at the AGM. Those receiving the majority of votes of the members attending the AGM will be elected. All Officers, Convenors and Team Leads who are elected at the AGM shall become voting members of the Executive for the following Guild year.

ARTICLE VIII: Finance

1. The fiscal year of the Guild shall begin on July 1 of each year and end on June 30 of the following year.
2. Non-budgeted items, or items that will exceed the approved budget, must be requested in writing by the appropriate Officer, Convenor, or Team Lead, and shall be voted on by the Executive at the next available Executive meeting.
3. The signing officers of the Guild shall be the President, Vice President, Senior Advisor, Secretary and the Treasurer. Two signatures are required for cheques issued from the Guild's bank account. The Treasurer shall ensure that the signing officer information is updated annually with the bank.
4. The financial records shall be reviewed annually by a person or persons authorized by the Executive who shall not be a member of the Executive.
5. In-house sales may occur at as many General Guild Meetings per Guild year as the Executive deems appropriate. Proceeds (or an approved portion/percentage of proceeds) are to be used for Guild expenses. Articles will be accepted for sale from members who wish to donate them. These sales must be approved by the Executive at a prior Executive

meeting. The Guild will not assume any obligation to promote the sale of the donated products as above.

ARTICLE IX: Amendments to the Constitution and By-laws

1. This Constitution and By-laws may be amended or repealed by two-thirds majority vote of the members present at the AGM of the Guild.
2. Notice of proposed amendment must be circulated to the members a minimum of fourteen (14) days prior to the AGM.

ARTICLE X: Rules of Order

1. In all matters not provided for in this Constitution and By-laws, the current version of Robert's Rules of Order shall be the authority.

ARTICLE XI: Funding Activities

1. As a non-profit organization, the Guild shall be carried on without the purpose of gain for the members. For example:
 - a. Members involved in quilt related business are allowed to leave their literature at the information area.
 - b. Donations of space or product to support the Guild's community outreach activities may be accepted.
 - c. Members as guest speakers at General Guild Meetings or as Workshop instructors shall enter into an agreement with the Guild to receive a fee as agreed by the Executive.
2. Any profits to the Guild shall be used to promote the aims and objectives of the Guild and to support the communities within which the Guild operates.
3. Quilt shows will be organized by a separate committee on a voluntary basis, by members of the Guild. A member appointed from the Executive to attend the Quilt Show Committee meetings shall report progress to the Executive. Timing of the shows will be decided by the Executive.

ARTICLE XII: Guild Dissolution

In the event of the dissolution of this Guild, voluntarily or otherwise, the person or persons having custody of the Guild funds, property, and assets, after payment of all obligations, within 30 days of such dissolution shall give, convey, assign, transfer and set over these funds, property and assets to non-profit or charitable organization(s) and/or to the Canadian Quilters' Association, as decided by the Officers of the Guild.