

BY-LAWS

LEAGUE OF NORTHERN COLORADO QUILTERS

APPROVED AUGUST 2024

ARTICLE I: NAME and LOCATION

Section 1: The name of this organization shall be The League of Northern Colorado Quilters (LNCQ).

Section 2: The principal office of the League shall be in Larimer County with non-intraleague mailings going to the LNCQ PO Box or to LNCQ1996@gmail.com.

ARTICLE II: MISSION

LNCQ is a nonprofit group devoted to preserving the heritage of quilting. It is open to members of established quilt groups as well as to individuals wishing to share knowledge and skills for all aspects of quilting. The arts involved in quilting shall be the primary and only focus of this organization. The purpose of the League is to provide a source of education, information, and inspiration. The League shall support and promote small quilt groups.

ARTICLE III: NON-PROFIT

The organization is organized exclusively for charitable, religious, educational, and /or scientific purposes under section 501 (c) (3) of the Internal Revenue Code. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. We agree that no part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of the propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (a) (3) of the Internal Revenue Code, or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code.

ARTICLE IV: GENERAL MEETINGS

Section 1: General meetings shall be held on a date, location and time selected by the Executive Board.

Section 2: Additional meetings may be scheduled by special request of the Executive Board or by the President.

Section 3: The meeting in February shall be known as the Annual Meeting. All records/files shall be transferred to the new officers after the December election and before January 1.

ARTICLE V: MEMBERSHIP

Section 1: Membership in the league is open to those interested in quilting and quilt arts without discrimination on the basis of sex, religion, country of origin, or quilting ability.

Section 2: Annual dues shall be payable on or before the February General Meeting of each year or the membership will be canceled. Proposed changes in the dues must be announced and published before a vote by the membership at a General Meeting. A majority vote of the members present will adopt the changes.

Section 3: A member will not sell or give away the membership roster. A member must not use the roster

for personal gain. Membership in this League is nontransferable or assignable.

Section 4: Members waive all claims of liability against the League for loss, theft, or damage of personal property or work or personal injury at any League function.

Section 5: Each member agrees, as a condition of membership, to release and waive any claim she/he has, or may have, against the League, its officers, committee members or agents arising out of or related to the member's participations in activities of the League or arising out of any action taken by the League or its Board to discipline or expel any member or officer.

ARTICLE VI: OFFICERS / CHAIRPERSONS

Section 1: The elected officers of the League shall be President, 1st Vice President, Programs Vice President, Secretary, and Treasurer.

Section 2: The Committee Chairpersons and other positions the Executive Board deems desirable shall constitute the General Board. Volunteers will be requested. The Standing and Appointed Chairs will serve in an advisory capacity.

Section 3: Election of officers shall take place by a show of hands at the December General meeting. Officers shall be elected by a majority of the votes cast.

Section 4: Officers and Chairpersons shall serve beginning January 1 through December 31. They shall serve a one-year term for no more than 4 consecutive terms in the same office or chairmanship. **Section**

5: A vacancy in the office of the President shall be filled by the 1st Vice-President. A vacancy in the office of the 1st Vice-President shall be filled by a show of hands vote at the next General meeting. Any other vacancy on the Executive Board shall be filled by a majority vote by the General Board. **Section 6:** Officers and Chairpersons may resign by presentation of a written or emailed statement to the Executive Board.

Section 7: Removal from office may be for cause or when the best interest of the League would be served thereby. Chairpersons may be removed by a majority vote of the Executive Board. Elected officers may be removed from office by a majority vote of the General Board. Removal of an elected officer shall also constitute removal of such officer from the General Board.

Section 8: Duties of officers

A. The President shall:

1. Preside at all League and Board meetings.
2. Be ex-officio member of all committees.
3. Sign checks in the absence of the Treasurer.
4. Approve disbursements.
5. Perform other duties as may be required or directed by the Board.

B. The 1st Vice-President shall:

1. Preside in the absence of, or at the request of the President and assist the President as needed.
2. Make all arrangements for the location of the General Meetings and locate an alternate site for meetings when a change is necessary.
3. Approve disbursements.
4. Perform other duties as may be required or directed by the Board.

C. The Programs Vice President shall:

1. Plan and coordinate programs for the following year. This involves:
recruiting and contracting with teachers/lecturers for the LNCQ General meetings.
2. Work with the Program Host (a position on the General Board) to:
 - A. Coordinate programs for the current year. Arrange payment, transportations and/or accommodations for teachers/lecturers that were contracted the previous year.
Organize program classes and workshops.
Be responsible for locating and arranging the site for classes/workshops.
 - B. Make final arrangements for supply lists, class assignments; etc.

- C. Notify Web and Newsletter-Coordinators and Publicity-Chair• of upcoming programs and speakers.
- D. Send thank you notes after meeting of those presenting programs and program classes/workshops.
- 3. The program year shall begin in January and go through February of the following year.
- D. The Secretary shall:
 - 1. Write the minutes for the Executive Board, the General Board and the General Meetings. The minutes will be shared with the appropriate Board for review before distribution, then, share the approved minutes with the Web Coordinator for posting.
 - 2. Act as a conduit for and keep records of electronic or USPS inquiries.
 - 3. Perform other duties as may be required by the board.
- E. The Treasurer shall:
 - 1. Receive funds and dues and keep accurate records.
 - 2. Make disbursements as authorized by the League. No disbursement shall be made without a validated receipt.
 - 3. Sign checks for authorized disbursements.
 - 4. Prepare and present an itemized statement of receipts and disbursements at each League meeting.
 - 5. Prepare a report listing totals by Committees of the year's disbursements for presentation at the January Board Meeting.
 - 6. Assist the new Board in establishing a projected budget for the year beginning in January.
 - 7. Submit books and financial statements for audit upon request by the Board.
 - 8. Collect funds in conjunction with League workshops, retreats or other League related activities from the chairperson who has scheduled the activity. If the League does not retain these funds, the appropriate disbursement shall be made.
 - 9. Perform other duties as may be required or directed by the Board.
 - 10. Submit all applicable State and Federal Forms.

ARTICLE VII: THE BOARD

Section 1: The elected officers and the Immediate Past President shall constitute the Executive Board. The Immediate Past President shall serve in an advisory capacity only. The elected Officers and Committee Chairpersons and other positions the Executive Board deems desirable shall constitute the General Board.

Section 2: The General Board shall meet as deemed necessary by the Executive Board. **Section 3:** The Executive Board shall transact business as may be necessary between regular General meetings.

Section 4: The Executive Board shall select a committee of three (3) persons to audit the financial records as necessary.

Section 5: The Executive and General Boards shall be subject to the orders of the League and none of its acts shall conflict with action taken by the League.

Section 6: The Executive Board shall make recommendations to the League and perform such other duties as specified in the By-laws.

Section 7: The Executive Board shall review dues each year and present any changes to the membership for a vote at a General Meeting.

Section 8: Newly elected officers will meet with the current Executive Board prior to the January Board meeting to promote a smooth transition for the following year.

Section 9: The incoming Executive Board shall prepare a budget for review at the January General Board meeting and for presentation at the February Annual meeting for approval by the membership. **Section**

10: Special Board meetings may be called by the President or by any two Executive Board members

choosing the location for holding said meetings.

ARTICLE VIII: COMMITTEES

Section 1: The standing committees and their responsibilities shall be set forth in the Standing Rules/Policies of the League of Northern Colorado Quilters, as approved by the Executive Board. **Section 2:** Each committee chairperson shall:

- A. Submit to the Executive Board all proposed plans for approval.
- B. Prepare and submit to the Treasurer, a proposed budget on or before the January Board meeting.
- C. All expenditures over \$25.00 made by committees which are not previously approved budget items must be pre-approved by the Executive Board.
- D. Any committee chairperson may receive, by approval of the Executive Board, a cash advance, which shall be accounted for in the Annual Report.
- E. Transfer accurate records and committee files to the successor chairperson as soon as possible, but no later than January 1.
- F. Advise the President, prior to each General meeting, whether or not a report will be given.
- G. Be responsible for keeping the Web and Newsletter Coordinators and Publicity Chair advised of pertinent information as to the activities which may need to be publicized.
- H. Attend General Board meetings.
- I. Perform other duties as may be required or directed by the Executive Board.

ARTICLE IX: PARLIAMENTARY AUTHORITY

Section 1: The current edition of Roberts' Rules of Order Newly Revised shall govern the League in all cases not specified in these by-laws. In the event of a conflict between Robert's Rules and these by-laws, these by-laws shall prevail.

Section 2: In the event of conflict regarding the appropriateness of the application of parliamentary procedure the President shall appoint a Parliamentarian to research the appropriate procedure to be followed.

ARTICLE X: AMENDMENT OF BY-LAWS

These by-laws may be amended, and new by-laws may be adopted at any time by a majority vote at a General meeting. The proposed amended by-laws will be posted in the members only section of the website prior to voting.

ARTICLE XI: DISSOLUTION

Section 1: This organization may be dissolved at any time provided the proposed dissolution has been submitted in writing to the entire membership prior to the meeting. A vote of two-thirds (2/3) of the total members present will be required to dissolve this organization.

Section 2: The laws of the State of Colorado and any applicable Federal Laws shall prevail in the event of the dissolution of the organization.