



Crazy Quilters Guild of Laguna Woods Village

Bylaws

Article 1: Name

The name shall be known as the Crazy Quilters' Guild of Laguna Woods Village (hereafter referred to as the Guild).

Article 2: Organization

The Guild is a club within Laguna Woods Village (a community that is a general law, contract city in Orange County, CA) and shall adhere to the rules set forth by these Bylaws and the Laguna Woods Village Management Services Golden Rain Foundation. It is a 501 (c) (7) tax-exempt club.

The Guild will be operated for charitable and educational purposes, including the making of distributions to organizations that qualify under section 501 (c) (7) of the Internal Revenue Code or the corresponding section of any future federal tax code.

Article 3: Mission and Purpose

Section 1: The mission of the Guild is to support and encourage the growth and development of quilting through art, education, and the community.

Section 2: The purpose of the Guild is to:

- a) Develop an appreciation for the art of quilting and its history.
- b) Provide a common organization of people who share the love of quilts.
- c) Educate the public on the history and artistry of quilts.
- d) Work with other guilds with a similar purpose.
- e) Offer educational opportunities through programs, workshops and sharing of information.
- f) Support and provide the opportunity for "charity" works through the use of quilting skills.

Article 4: Membership and Dues

Section 1: Membership in the Guild is open to all Laguna Woods Village residents. Non-resident membership is limited to 20% of the total Guild membership. Membership becomes valid with the payment of dues . Members shall be supplied with a membership directory (with the understanding that it will not be used for commercial purposes), a membership card, and newsletters. Attendance to the general, special, and Board meetings is included with paid membership.

Section 2: Non-resident members cannot hold an elective office.

Section 3: Only members in good standing can attend the Guild's annual functions. The Board and/or Committee Chairmen reserve the right to charge a fee for attendance to the annual functions.



Section 4: Guests are welcome to attend two monthly general meetings without a guest fee. After two meetings, membership will be required to attend further meetings. Guests cannot attend the Guild's annual functions, participate in the election of officers, or attend Board meetings.

Section 5: Numerical limitations for the size of the membership, to sustain an effective organization, may be established and authorized by the Executive Board.

Section 6: Dues

- a) Are reviewed during the annual budget setting and finalized by the Board of Directors.
- b) Each member shall pay their membership dues no later than December 31st. If dues are not paid by this date, the member's name will be eliminated from the membership list and directory, and will no longer receive the newsletter.
- c) If a member joins the Guild between January 1st and June 30th, the full membership fee is payable to the Guild.
- d) Members who do not renew their membership, but want to attend the meetings will be entitled to attend two meetings without cost. Further attendance requires membership.
- e) If a member joins after July 31st but before December 31st, the amount due is half of the Guild's dues for that current year.

Article 5: Governing Boards

Section 1: The elected officers of the Guild shall be: President or co-Presidents,, 1st Vice President (Programs/Workshops), 2nd Vice President (Membership), Secretary, and Treasurer. In the event of co-presidents, one-half vote will be assigned to each. They shall constitute the Officers of the Executive Board (hereafter referred to as the Board). They shall have the authority to transact any and all necessary business between meetings and manage the activities, property, and affairs of the Guild. They may accept any contribution, gift, bequest (within reason) for charitable or public purposes for this Guild. Each member of the Board shall hold office for one (1) year, at which point Officer elections must be held.

Section 2: The President shall:

- a) Be the chief executive officer of the Guild, supervise and control the affairs for the Guild and activities of the officers.
- b) Preside at all general, special, and Board meetings.
- c) Instruct the Secretary regarding the issuance of notices, minutes, and general correspondence.
- d) Appoint committee chairmen of standing committees and special committees.
- e) Serve as an ex-officio member of all committees with the exception of the nominating committee.
- f) Coordinate relationships between committees.
- g) Review all monthly banking.



Section 3: 1st Vice President (Programs/Workshops) shall:

- a) Perform all the duties of the President in her absence.
- b) Arrange programs for the current year.
- c) Ensure that the general meeting room is set up.
- d) Submit Guild meeting details to the Laguna Woods Village Globe.
- e) Coordinate workshops that include clubhouse reservations, lunch arrangements, attendance list preparation, collection of workshop fees, and gate access.

Section 4: The 2nd Vice President (Membership) shall:

- a) Update and keep membership records.
- b) Process membership renewals and new memberships.
- c) Greet and check-in members and guests at the Guild meetings.
- d) Collect a fee from members without a name tag.
- e) Update the membership directory and membership card annually and distribute to members.
- f) Plan the annual new member recognition luncheon.

Section 5: The Secretary shall:

- a) Take minutes during Board meetings.
- b) Read minutes at Board meetings for Board approval.
- c) Take minutes during the meeting involving the nomination and election of officers.
- d) Keep permanent records and be custodian of all minutes.

Section 6: The Treasurer shall:

- a) Have charge and custody of, and be responsible for, all funds of the Guild.
- b) Deposit such funds (in the name of the Guild) into the Guild's financial institution.
- c) Ensure that signature authority with Guild's financial institution includes one or two Board members.
- d) Receive, and give receipts for monies due and payable to the Guild from any source whatsoever.
- e) Disburse the funds for the Guild and receive vouchers/receipts for the disbursements.
- f) Keep and maintain correct accounts for the Guild's business transactions, assets, liabilities, receipts, disbursements, gains, and losses.
- g) Provide the financial records to any officer of the Board upon request.
- h) Prepare and provide a monthly financial report for the Board meetings.
- i) Responsible for the renewal and payment of the Guild's insurance policy, and to provide proof of insurance for venues and special activities.
- j) Prepare and submit the necessary tax forms required for Federal and State not-for-profit organizations.



Section 7: Board of Directors

The Board of Directors (hereafter referred to as the Directors) of the Guild shall consist of the **Executive Board**, the appointed **committee chairmen**, and all **past Presidents** in good standing. All shall have full voting powers for Directors' decisions. The Directors are responsible for recommending the amount of membership dues. Every Director has the absolute right to inspect all records and documents of the Guild.

Article 6: Compensation

Executive Board and Board of Directors members shall serve without compensation. Reasonable advancement or reimbursement of Guild-related expenses will be allowed.

Article 7: Contracts

No Officer or Guild member shall have any power or authority to enter into a contract, either written or verbally, that binds the Guild monetarily for any purpose or in any amount. Such contract(s) must be presented at Board meetings for review and approved by a majority of the Executive Board.

Article 8: Executive Board Vacancies

- a) Shall exist on the death, resignation, or removal of any Officer.
- b) An Officer may resign at any time and must deliver written notice to any Board of Director member. Notification must be delivered either in person, by US mail, or by email. The resignation shall take place either at the time of receipt or as specified in the notice.
- c) An Officer can be removed, either for or without cause, by the affirmative vote of a two-thirds majority of the Guild at any general meeting at which a quorum is present, provided notice of this intention is given in the meeting notice and provided to the Officer proposed to be removed.
- d) Vacancies are to be filled using the regular voting procedures.
- e) A special meeting may be called to fill a vacancy.
- f) The President can elect to hold the election at the next general meeting.
- g) Those elected to fill vacancies will hold that position for the remainder of the term.

Article 9: Meetings

Section 1: General meetings:

- a) Are held the second Wednesday during the months of January through June, and August through December.
- b) Annual events, such as the New Member Recognition luncheon, birthday luncheon, and holiday party are generally held during February, August, and December.
- c) A special meeting is held during October where the membership will vote for new Officers.



Article 10: Chairmen and Committees

Section 1: The Board establishes the specific activities and may delegate specific authority to a Chairman or committee. The Chairmen facilitate the organizational, educational, and philanthropic activities for the Guild. They are appointed by the President and their functions are reviewed and approved by the Board annually.

Section 2: If needed, the Chairmen select their committee members. A committee may consist of one or more members of the Guild's membership.

Section 3: If no members volunteer for a Chairman or committee role, the Board has the discretion to disestablish the activity.

Article 11: Philanthropy

Section 1: It is the responsibility of the Philanthropy Chair to implement the Rules and Regulations set by the Executive Board. These include:

- a) Managing the Philanthropy activities within the Annual Budget allocated for this activity.
- b) Managing the intake of donated materials and maintenance of the current inventory of prior donations.
- c) Coordinating member activities to produce quilts to benefit the various charities supported by the Guild.
- d) Monitoring Philanthropic opportunities to assist in our community that may be compatible with our Guild's mission.
- e) Ensure that guidelines set forth by the Clubhouse 4 Supervision pertaining to the use of the quilt room are adhered to.

Article 12: Elections

Section 1: Election of Guild's Officers shall take place each year during October as follows:

- a) Not later than September of each year, the President shall appoint two (2) members for a Nominating Committee. The other members of the Executive Board shall appoint the third (3rd) member.
- b) The President may not serve on the Nominating Committee.
- c) Members of the Nominating Committee are not eligible for nomination as executive officers.
- d) The Nominating Committee shall select a complete slate of officer candidates. Every effort will be made to nominate at least two (2) candidates for each office.
- e) Recommended candidates must give their consent for nomination.
- f) The slate of officer candidates will be presented to the Guild membership at the October general meeting after which the election will take place.
- g) Each Guild member will be given a ballot. Proxy voting is not permitted.
- h) Ballots will be tallied, the results will be announced, and the installation of the officers will take place by the end of the meeting.
- i) Transition of duties between the outgoing and incoming Executive Boards will take place during the November board meeting.
- j) The new officers will assume their duties by the end of November.



Article 13: Amendments to the Bylaws

Amendments to these Bylaws shall be implemented by a majority vote of the members present at either a general or special meeting. All members must be notified in writing of the changes at least 10 days prior to said meeting.

Article 14: Authority

The current edition of Robert's Rules of Order shall govern this Guild in all cases where they are not inconsistent with these Bylaws, special rules the Guild adopted, and the guidelines of Laguna Woods Village.

Article 15: Dissolution

Upon dissolution of the Crazy Quilters Guild of Laguna Woods Village, all equipment, fabrics, etc., shall be offered "for sale" to the residents of the Village. Items not sold will be donated to an organization decided upon by the Executive Board. Any monies remaining in the club account(s), after all bills and invoices are paid, shall be donated as determined by the Executive Board.

Revision History:

May, 2002
September, 2003
February, 2009
May, 2015
October, 2016
March, 2020
September, 2021
March, 2022