

# Gulf States Quilting Association

## By-Laws

### Amended By-Laws

January 28, 2017

#### ARTICLE I

##### NAME

The name of the organization shall be Gulf States Quilting Association, Inc. (GSQA).

#### ARTICLE II

##### PURPOSE

- Section 1. The purpose of this organization shall be to create, stimulate, maintain and demonstrate an interest in all things relating to quilts and quilt making. This shall be accomplished through sponsoring community service endeavors through quilting shows, seminars, workshops, lectures and retreats.
- Section 2. Funds generated by GSQA shall be used for carrying out the purpose of the organization. Financial reports shall be open and available to all regional members at all times.

#### ARTICLE III

##### CHAPTERS

The Gulf States Quilting Association shall include a network of chapters located in Louisiana, Mississippi, Alabama and that portion of Florida known as the panhandle. These chapters are bound by geographical ties and by ease of accessibility for disseminating information about regional activities.

#### ARTICLE IV

##### MEMBERSHIP

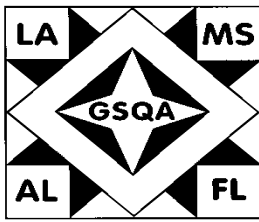
- Section 1. GSQA shall accept for membership anyone who has an interest in quilts or quilt making and shall pay annual dues levied by GSQA. They may or may not be affiliated with a chapter. All members have the privilege of voting.
- Section 2. Any member who acts in a detrimental manner to the purposes of the organization shall be asked to appear before the Board of Directors to review their actions. The Board of Directors may ask that member to forfeit membership.

#### Policy History

Original Date: June 2009

Reviewed: November 2016

Approved: December 3, 2016



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Section 3. Membership lists may not be sold or used for any purposes without GSQA approval.

### **ARTICLE V**

#### **OFFICERS**

Section 1. The Board of Directors of GSQA shall consist of a President, President-Elect, Recording Secretary, Treasurer, Membership Director, Historian and Chairmen of Standing Committees. Standing Committees will consist of a Quilt Show Director, Seminar Director, Retreat Coordinator, Newsletter Editor and Chairmen for Circuit Teacher, Pursuit of Excellence, Ways and Means, Marion Maerke Scholarship Award Chairman, Program Director, Media Director, Publicity Chairman and Nominations Committee Chairman.

#### A. Eligibility

1. Members may hold elected office and serve as chairman of a standing committee after membership of two years in GSQA.
2. The officers who serve on the Board of Directors will be members in good standing with GSQA.

#### B. Nomination

1. A Nominating Committee will be appointed by the President in consultation with the Board of Directors. The Nominating Committee will consist of five members. Two Alternates will be appointed if necessary. Members of the Nominating Committee will not be on the Board of Directors.
2. Chairman of the Nominating Committee each year will be the immediate Past-President.
3. The Nominating Committee will present the slate of officers at the July general meeting. Nominations will also be accepted from the floor at the July general meeting.

#### C. Election of Officers

1. Voting will be held at the October general meeting.
2. An absentee ballot will be published in the October Newsletter. Absentee ballots must be received by the Nominating Committee seven days prior to the October general meeting.
3. Each member will have one vote.

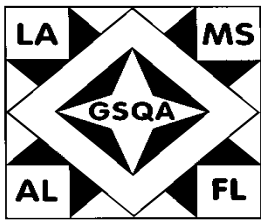
#### D. Installation of Officers

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1. Officers will be elected in October and installed at the January general meeting.

### E. Term of Office

1. The President-Elect will be elected every year. The President-Elect will serve for one year as President-Elect to be followed by one year as President.
2. All other officers will serve a two-year period.
3. Membership Director and Historian will be elected in even years.
4. The Recording Secretary and Treasurer shall be elected in odd years.

### F. Vacancies

1. Any vacancies occurring among the elected members of the Board of Directors shall be filled by appointment of the Board of Directors. All members selected to fill a vacancy shall be selected for the unexpired term of their predecessor in office.

### G. Appointment of Standing Committees

1. The Standing Committee chairmen shall be appointed by the President with the approval of the Board of Directors and shall serve for a two-year period. With the exception of the Nominating Committee Chairman who is the immediate Past-President and shall serve for one year. Any vacancy occurring among the Standing Committees shall be filled by appointment of the President in consultation with the Board of Directors for the unexpired term of the predecessor in office.

## **ARTICLE VI** **AUTHORITY**

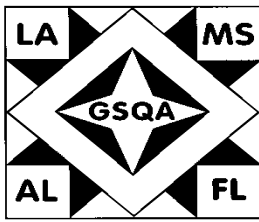
- Section 1. Any logos, pins or other items that represent GSQA must be approved by the Board of Directors.
- Section 2. Any contract that commits or obligates GSQA funds must be approved by the Board of Directors and signed by the President and one other board member.
- Section 3. Any contract that commits or obligates GSQQA funds must be approved by the Board of Directs and signed by the President and Chairman of the committee responsible for the event under contract.

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Section 4. Any expenditure in excess of \$100.00, other than daily operating expenses, shall require the approval of the Board of Directors.

### ARTICLE VII

#### DUTIES OF THE BOARD OF DIRECTORS

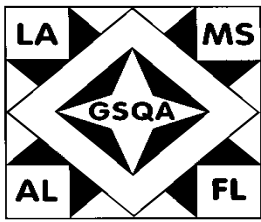
- Section 1. The *Board of Directors* will be charged with the management of all of the affairs of the Corporation, subject to the provisions of its charter and bylaws.
- Section 2. The *President* will preside at all meetings of the Board of Directors and all general meeting of the membership; provide general supervision over the business and affairs of the organization; be empowered to call special board meetings as deemed necessary; appoint special committees as deemed necessary; keep a permanent file of all materials, supplies and reports pertinent to that office to be transferred to successor. The President will serve as an ex-officio member of all committees except the Nominating Committee.
- Section 3. The *President-Elect* will work closely with the President and assist in those duties; in the absence of the President or in the event of inability or refusal to act as directed by the Board of Directors, perform the duties of the President and when so acting will have the powers and be subject to all restrictions of the President; keep a permanent file of all materials, supplies and reports pertinent to that office to be transferred to successor.
- Section 4. The *Recording Secretary* will record the minutes of all board and general meetings; send copies of these minutes to all board members within two weeks of these meetings; keep a permanent file of all materials, supplies and reports pertinent to that office to be transferred to successor.
- Section 5. The *Treasurer* will collect all dues; perform the usual duties associated with this office including banking and maintaining all financial records and accounts; disburse monies as approved by the Board of Directors; have available all records and books to be submitted for audit ending December 31; disbursements over \$100.00 co-signed by the President or the President's designee; keep a permanent file of all materials, supplies and reports pertinent to that office to be transferred to successor.
- Section 6. The *Membership Director* shall maintain records on a computer; distribute membership cards; supply board members with current membership lists, including member shops; communicate regularly with GSQA chapters and provide information to prospective chapters and members in consultation with the Board of Director; keep a permanent file of all materials supplies and reports pertinent to that office to be transferred to successor.

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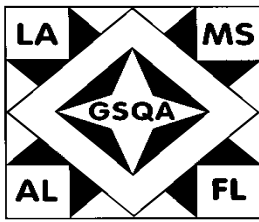
- Section 7. The *Media Director* shall maintain the web site of the organization in a timely and accurate manner, including information for all functions of the organization in consultation with the Board of Directors; keep a permanent file of all materials, supplies and report pertinent to that office to be transferred to successor.
- Section 8. The *Historian* shall secure, maintain and coordinate the circulation of materials appropriate for educational programs to chapters and/or members in consultation with the Board of Directors: store and maintain past archives of the organization; collect and add current memorabilia; compile and write the history of the organization during term of office; maintain the inventories and location of all property of the organization; keep a permanent file of all materials, supplies and reports pertinent to that office to be transferred to successor.
- Section 9. The *quilt Show Director* shall plan, publicize and direct the biennial quilt show, held in an area determined in consultation with the Board of Directors; present a budget and plan for the location, schedule, activities, program and merchandise to the Board of Directors for approval one year prior to the show; present a report at the first board meeting following the show; keep a permanent file of all materials, supplies and reports pertinent to that office to be transferred to successor.
- Section 10. The *Seminar Director* shall plan, publicize and direct the educational seminar, in consultation with the Board of Directors; present a budget and plan for the location, schedule, activities, teachers, classes, programs and merchandise to the Board of Directors for approval one year prior to seminar; present a report at the first board meeting following the seminar; keep a permanent file of all materials, supplies and reports pertinent to that office to be transferred to successor.
- Section 11. The *Newsletter Editor* shall gather, report and publish news and information of interest to the membership in consultation with the Board of Directors; coordinate the printing and mailing of the Newsletter by the first of January, April, July and October; keep a permanent file of all materials, supplies and reports pertinent to that office to be transferred to successor.
- Section 12. The *Circuit Teacher Chairman* shall assist chapters with education by providing lists of available classes, scheduling dates with teachers and collecting class fees from chapters in consultation with the Board of Directors; encourage chapters and members to request classes by providing written descriptions of the classes and displays of pictures at general meetings; interview and recommend new teachers and present samples of their work and description of the classes to the Board of Directors for approval; keep a permanent file of all materials, supplies and reports pertinent of that office to be transferred to successor.

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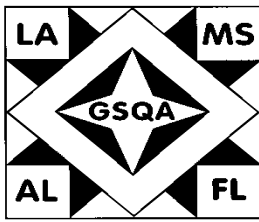
- Section 13. The *Pursuit of Excellence Chairman* shall plan and coordinate educational classes for members to be held quarterly; inform member of these activities through Quilt Talk and at quarterly meetings, and keep a permanent file of all the materials, supplies, and reports pertinent to the office to be transferred to successor.
- Section 14. The *Ways and Means Chairman* shall be responsible for the fund-raising activities approved the Board of Directors; maintain records of sales, inventories of merchandise and a list of recommended businesses; keep a permanent file of all materials, supplies and report pertinent to that office to be transferred to successor.
- Section 15. The *Marion Maerke Scholarship Award Chairman* shall inform all members of scholarship benefits, requirements and nomination procedures; collect all nominations and applications; select, in consultation with the Board of Directors, two to four members to serve o a Selection Committee. These selected members shall serve a maximum of three years with one new member being rotated on to the committee each year. These members shall meet with the Chairman during the month of August each year to review all nominations and applications and to choose one recipient and one alternate. The Chairman will present these names to the Board of Directors for final approval at the September board meeting, announce the recipients at the October general meeting, and keep a permanent file of all materials, supplies and reports pertinent to that office to be transferred to successor.
- Section 16. The *Program Director* shall assist chapters by coordinating general meeting locations, facilities and programs in consultation with the Board of Directors; be responsible for maintaining the public address system; keep a permanent file of all materials, supplies and reports pertinent to that office to be transferred to successor.
- Section 17. The *Retreat Coordinator shall* plan and direct a GSQA Quilt Connection Retreat as often as is feasible, in consultation with the Board of Directors; present a budget and a plan for the location, schedule and activities.
- Section 18: The *Publicity Chair* shall be responsible for the publicity of all GSQA related activities with as much media coverage as possible in local outlets, and will be alert to all opportunities to publicize and promote GSQA.
- Section 19. All members of the Board of Directors shall present a written report at each board meeting. They shall also keep a written inventory of GSQA property in their possession.

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### ARTICLE VIII

#### MEETINGS

- Section 1. General meetings shall be held quarterly in January, April, July and October. Notice of general meetings shall be given not less than seven days before the time of the meeting. A quorum shall be 10% of the total membership.
- Section 2. Board meetings will be held as often as deemed necessary, but not less than four times a year. A quorum of not less than four members, one of which must be the President or President –Elect, will be required to conduct business.
- Section 3. All board members shall be required to attend a minimum of three board meetings as well as three general meetings annually.

### ARTICLE IX

#### AMENDMENT OF THE BY-LAWS

The power to alter, amend or repeal the by-laws or adopt new by-laws shall be vested in the Board of Directors and brought to the membership for vote.

### ARTICLE X

#### COMPENSATION

All members of the board shall serve without compensation.

### ARTICLE XI

#### PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these by-laws and any special rules of order GSQA may adopt.

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