

POLICIES AND PROCEDURES OF THE EAST COBB QUILTERS' GUILD

Introduction: The purpose of these Policies and Procedures is to guide the Guild's Officers, Board of Directors ("Board"), Executive Committee, Ad Hoc Committee Chairs, and members in our goal to promote and perpetuate the art of quilting. Any changes to this document will be evaluated by the Board of Directors and then recommended to the Executive Committee for their vote. Any current Guild member may make suggestions for Policy and Procedure change by submitting proposals in writing to the President.

In the interest of brevity and with no gender bias implied or intended in these Bylaws, members of the Guild will be referred to as "she", "her", and "hers".

SECTION I: Meetings

- 1.1** The monthly General meeting of the Guild will be held the last Friday of the month unless otherwise noted in the newsletter. The meeting will begin at 10:00 a.m. and will consist of a business meeting, show & tell, a break, and the program.
- 1.2** The December General meeting will be the Annual Meeting of the Guild. Officers will be elected according to the procedures defined in the Bylaws.
- 1.3** General meetings and the Evening Group meetings will be open to visitors, who will be charged \$10 if the program is a compensated speaker. The amount of the fee is determined by the Executive Committee upon the recommendations of the Board of Directors. Children under the age of 13 are not allowed at meetings unless specifically invited for a program appropriate for children and accompanied by an adult.
- 1.4** General meetings will be held at the Catholic Church of St. Ann in Marietta, GA, unless otherwise specified by the President.
- 1.5** The Evening Group will meet monthly on the Thursday preceding the last Friday of the month unless otherwise noted in the newsletter. The meeting will begin at 6:45 p.m. and will consist of the program, a break, show & tell, and a business meeting.
- 1.6** The Evening Group meetings will be held at the Catholic Church of St. Ann in Marietta, GA, unless otherwise specified by the Evening Leader with consensus of the President.
- 1.7** The Board will meet at least two times per year and/or as deemed necessary by the President or two Board members. The Board of the Guild will be composed of currently elected Officers (the President, First Vice President, Second Vice President, Third Vice President, Treasurer, Secretary) and the Quilt Show Chair.
- 1.8** The Executive Committee will meet at least four (4) times per year and/or as deemed necessary by the President or two board members. The Executive Committee will include all officers, the past president, and the chairs of each committee except for the Evening Group, which will be represented on the Executive Committee by the Evening Group Leader and/or Evening Group Liaison.
- 1.9** All General meetings will be conducted using Robert's Rules of Order as a guide.
- 1.10** General and Evening Group meetings may be canceled for unplanned emergencies and/or when Cobb County public schools are closed for inclement weather.

SECTION II: Dues

Dues are set by the Executive Committee upon recommendation of the Board of Directors and are currently \$40. They must be received by the January meetings in order to ensure continuous membership and avoid non-member fees for workshops. Beginning at the May meetings each year, dues for the remainder of the year will be \$25.00. New members joining at the September meetings through the end of that year will pay \$40.00 for membership which will be in effect through the current year and the following year. If a member withdraws from the Guild during the year, dues will not be prorated or refunded.

SECTION III: Membership

- 3.1** Guild members are strongly encouraged to:
- a. participate in the Guild by volunteering to assist at meetings, serve on Guild and Quilt Show committees, serve as a Guild or Quilt Show Committee Chair, and/or serve as an elected officer of the Guild.
 - b. wear name badges at all Guild events and silence cell phones.
 - c. support Guild initiatives by helping with Community Service projects endorsed by the Guild.
 - d. volunteer for the biennial Georgia Celebrates Quilts® Show.
 - e. purchase \$20.00 in raffle quilt tickets.
 - f. contribute to the holiday party.
- 3.2** Membership benefits include:
- a. early registration for classes.
 - b. free General and Evening Group meeting attendance, including participation in activities available at meetings.
 - c. no charge to enter quilts in the biennial Georgia Celebrates Quilts® Show.
- 3.3** The Board may expel any member for cause after an appropriate hearing. Any member expelled from the Guild may not attend meetings or participate in workshops.
- a. Any member who feels another member has caused harm to the Guild may contact the President or First Vice President by email describing their complaint.
 - b. The Board will assign a three-person panel of non-board members to review the complaint and make recommendations.
 - c. The Board will review the recommendation of the panel and will take appropriate action if warranted.

SECTION IV: Powers and Duties of Officers

The Board is the legal governing body of the Guild and consists of the Officers including the President, First Vice President, Second Vice President, Third Vice President, Secretary, Treasurer, and Quilt Show Chair. Board members also serve as members of the Executive Committee. The Board is subject to all rules and regulations stated in the Bylaws.

4.1 President

The President will:

- a. manage the Guild policies, business, and financial affairs.
- b. serve as the Chair of the Board of Directors and of the Executive Committee.
- c. give notice of Board and Executive Committee meetings.
- d. determine place and time of Guild and Evening Group meetings.
- e. preside at all General meetings of the Guild and review / approve meeting minutes submitted by the Secretary.
- f. serve as an ex officio member of all Guild committees.
- g. be responsible for the administration of Guild policies and management of the Guild's financial affairs, subject to the delegations set forth in the Bylaws.
- h. have such powers and perform such duties as are specifically imposed on her by law and as may be assigned to her by the Board of Directors.

4.2 First Vice President

The First Vice President will:

- a. be the President Elect.
- b. perform the duties of the President in the absence of the President.

- c. will chair the Bylaws Review Committee and the Nominating Committee.
- d. be responsible for a quilt made by members for the outgoing President.
- e. appoint at least two Guild members not currently serving on the Executive Committee to serve as at-large members of the Nominating Committee with the approval of the President.

4.3 Second Vice President – Programs

The Second Vice President will:

- a. serve as the Program Committee Chair.
- b. arrange for and administer General meeting programs and workshops.
- c. be responsible for booking programs for the next two years.

4.4 Third Vice President – Membership

The Third Vice President will:

- a. serve as the Membership Chair.
- b. process new and renewing membership applications.
- c. maintain an accurate database of members' contact and other information.
- d. produce the annual member directory and coordinate the posting of said directory on the Guild's website.
- e. provide information to committees about member interest from the membership database.

4.5 Secretary

The Secretary will:

- a. take minutes at all Guild General meetings, the Annual Meeting, Board meetings, and Executive Committee meetings.
- b. maintain these minutes on file and prepare them for publication.
- c. have custody of the Guild's Corporate Seal and will have the authority to affix the Seal to any instrument as authorized.

4.6 Treasurer

The Treasurer will:

- a. administer the financial affairs of the Guild.
- b. maintain the Guild accounts and reconcile them monthly. Report to the Board the following information on a monthly basis: the Guild's bank balances, year-to-date cashflow statements for all accounts, monthly cash flow vs. budget results for Guild and Quilt Show, and bank reconciliation reports for all bank and investment accounts.
- c. keep accurate records of all deposits, receipts, and disbursements.
- d. execute and track all Guild contracts, as approved by the Committee Chairs. If the Treasurer is not available, the President may execute contracts.
- e. be responsible for the annual budget and for all taxes, insurance, licenses, and similar government forms and filings, and for maintaining federal and state nonprofit status.

SECTION V: Elections and Voting

5.1 The Nominating Committee will present a slate of nominees for each office to be published in the Guild's newsletter immediately preceding the election. Nominees must consent to their nomination by the Nominating Committee. If a member wishes to nominate herself for an office, she must notify the President or First Vice President via email ten days prior to the Annual Meeting and specify the office for which she wants to run. The President or First Vice President will acknowledge receipt of the email. If the nominee does not receive the acknowledgement within five days she must contact the President or First Vice President by phone. Nominations will not be accepted from the floor. A paper ballot will be used in all

contested races and tabulated by a committee of at least three people appointed by the President.

- 5.2** Each officer will serve for a term of one year starting January 1 following the election or until her successor is duly elected, unless she is removed from office, resigns from the office or otherwise fails or ceases to serve. All books, papers, and information will be delivered to the successor by the outgoing officer.

SECTION VI: Standing Committees

The chair of each committee is appointed by the President except those committees chaired by a Board member in accordance with the Bylaws. Standing Committee Chairs serve a term of one year beginning January 1st except as noted below. Each Chair is a member of the Executive Committee and is expected to attend Executive Committee meetings.

- a. The outgoing Chair will serve as a consultant to the incoming Committee Chair.
- b. The Committee Chair may enlist other Guild members to assist with the function(s) of her committee.
- c. Committee responsibilities include aiding in the completion of the duties described below. Each committee chair will keep an electronic notebook including a job description in the format provided detailing the administration of the committee's responsibilities and will update as necessary
- d. All committees handling money will maintain records of receipts and expenses and turn over all money received to the Treasurer, except for the Quilt Show Committee as described below. Also, the Treasurer may establish procedures under which specific committees may collect and deposit Guild funds. All committees will submit a proposed budget to the Treasurer for the next year following the schedule and requirements set by the Treasurer. Each Committee Chair must pre-approve all reimbursement requests made to the Treasurer by members of their committee.

6.1 Audio Visual Committee

The Audio-Visual Committee will provide audio visual support for in-person and virtual meetings, workshops, and the Quilt Show.

6.2 Bee Group Committee

The Bee Group Committee will organize and coordinate bee groups within the Guild and work with the Welcome Committee to include new and established guild members into bee groups. It is recommended that all members of Guild supported bee groups be a member in good standing of the Guild.

6.3 Bylaws Committee

The Bylaws Committee will review the Guild's Bylaws, Policies and Procedures, job descriptions, and the Guild Privacy policy annually. This committee is chaired by the First Vice President.

6.4 Challenge Committee

The Challenge Committee will:

- a. establish the guidelines for the Guild Challenge.
- b. coordinate the exhibition of quilts at the Guild meeting.
- c. handle the member voting.

6.5 Communications Committee

The Communications Committee will handle all internal and external communications, and coordinate with the Guild's public relations consultant, as needed. Specific activities include the Guild newsletter, photography at meetings and events, email communications using Constant Contact (and SignUpGenius if needed), print material, and social media (Facebook and Instagram).

6.6 Community Service Committee

The Community Service Committee will manage community service projects approved by the Executive Committee and undertaken by the Guild.

6.7 Door Prize Committee

The Door Prize Committee will obtain door prizes and hold drawings at General meetings to determine prize winners.

6.8 Evening Group Committee

The Evening Group will arrange its own activities in coordination with the Programs Committee as needed and will appoint their own Evening Group Leader to serve on the Executive Committee as a voting member. The President will appoint an Evening Group Liaison who will attend both General meetings and Evening Group meetings, and serve on the Executive Committee as a non-voting member. If the Evening Leader is unable to attend an Executive Committee meeting, they may appoint the Evening Liaison to cast their vote.

6.9 Golden Scissors Committee

The Golden Scissors Committee will make awards to Guild members whose quilts meet the requirements. Quilts must have a perimeter of a minimum of 280" and be made entirely by one person to receive a Golden Scissors award. Additionally, quilts that are hand quilted will also receive a Golden Thimble award.

6.10 Library Committee

The Library Committee will display books at meetings, maintain and purchase inventory, manage the loaning of books and materials, and follow up on overdue books.

6.11 Membership Committee

The Membership Committee will maintain a current record of members, distribute Guild information to new members, and compile and publish a Directory of Members.

6.12 Nominating Committee

The Nominating Committee will be chaired by the First Vice President and includes the Secretary, Third Vice President, and a minimum of two Guild members appointed by the President who do not currently serve on the Executive Committee. The Nominating Committee is responsible for assembling a slate of officers and for recommending to the incoming President a list of Committee Chairs.

6.13 Program Committee

The Program Committee will arrange for and administer General meeting programs, Program and Skill Builder workshops during the year and schedule programs for future years. The Program Committee is also responsible for room layout for the Evening Group and General meetings.

6.14 Quilt Show Committee

The Quilt Show Committee will be responsible for all arrangements for Georgia Celebrates Quilts®, a Guild sponsored quilt show, including the production and marketing of a raffle quilt if desired. The show is held every two years and is generally held at the Cobb County Civic Center. It showcases judged and juried quilts and requires multiple committees that manage all aspects of the show. The Quilt Show Chair appointment is for two years. It begins at the wrap-up meeting for the previous Quilt Show Committee and runs two years through the wrap-up of their Quilt Show Committee.

6.15 Show and Tell Committee

The Show and Tell Committee will facilitate the Show and Tell section of the Guild meeting. All members and visitors are encouraged to participate. All quilts will be photographed for publication in the Guild newsletter.

6.16 Special Exhibits Committee

The Special Exhibits Committee will be responsible for:

- a. special quilt exhibits with community partners

- b. any similar special projects in which the Guild decides to participate.

6.17 Sunshine Committee

The Sunshine Committee will send cards to members and friends of the Guild. Guild members are encouraged to notify the Sunshine Committee when cards are needed.

6.18 Technology Committee

The Technology Committee will assist other Guild committees with technology needs, such as preparation of meeting slideshows, spreadsheets, etc. This committee will also manage the Guild's electronic calendar, document and image storage services.

6.19 Website Committee

The Website Committee will design and manage the Guild website, including the password-protected member area. The Committee will coordinate with the Quilt Show webmaster.

6.20 Welcome Committee

The Welcome Committee will:

- a. greet members and visitors to the General meetings.
- b. gather information about visitors.
- c. present visitors with a temporary name tag (and members, if needed).
- d. coordinate Guild events for new members.

SECTION VII: Ad Hoc Committees

The President, with the approval of the Executive Committee, may establish additional committees or delete existing committees at any time during the year and for any duration of time and will appoint the Chair of those committees.

SECTION VIII: Execution of Documents

The Board is responsible for the execution of all legal documents as covered by section 7.1 in the Guild Bylaws. Contracts will be executed as follows:

- 8.1 With the approval of the Board of Directors or the Executive Committee, the President will have the power to make and execute contracts on behalf of the Guild in the event the Treasurer is unable to do so, and to delegate such power to other officers.
- 8.2 The Treasurer will be responsible for executing all contracts, as approved by the related Chairs.
- 8.3 The Second Vice President must approve and initial contracts with speakers, teachers, and facilities, prior to requesting the Treasurer's signature.
- 8.4 The Quilt Show Committee Chair will have the power to execute contracts related to the Quilt Show. Once executed, the Quilt Show Chair will email a copy of all signed contracts to both the Guild and Quilt Show Treasurers.
- 8.5 All contracts executed under the powers granted in this section are binding on the Guild and, therefore, must be honored by future officers and Committee Chairs.

SECTION IX: Guild Funds

- 9.1 **Bank Accounts:** All Guild funds not otherwise employed will be deposited to the credit of the Guild in a general or special account in such banks, trusts companies, or other depositories selected by the Board by any officer(s) or agent(s) of the Guild to whom such power has been delegated by the Board for the purpose of such deposit. The Treasurer, President, First Vice President, and Second Vice President may endorse and deliver any check, draft, or other order for the payment of monies which are payable to the Guild. The Quilt Show Committee Chair, Quilt Show Treasurer, and the Guild Treasurer may exercise these same powers with respect to the Quilt Show.

- 9.2 Awards and Prizes:** From time to time, the Guild, with the member's permission, may enter members' quilts into various shows or contests. All administrative expenses will be borne by the Guild and any awards for these entries, monetary or otherwise, will be retained by the Guild.
- 9.3 Budget Adoption:** Each year the Treasurer will coordinate the adoption of a budget for the coming year.
- a. Each Committee Chair and officer will submit an estimate of any expenses and income for the coming year according to the process and schedule set by the Treasurer.
 - b. The Treasurer will compile this information and present it to the Board of Directors for its review and recommendation in September.
 - c. The Board of Directors will recommend a proposed budget to the Executive Committee for its review and recommendation in October.
 - d. Upon the approval of the Executive Committee, the proposed budget will be submitted to the members by a link in the newsletter prior to the Annual Meeting. The members will approve or disapprove and/or amend such budget at the Annual Meeting.
 - e. The Guild's budget will include a line item for both the Quilt Show income and expenses to be approved by the membership at the Annual Meeting.
- 9.4 Budget Management:** The current budget may be revised at any time upon approval of the members.
- a. Any expenditure over the budgeted line item in an amount of up to \$2,500 may be approved by the President. Any expenditure exceeding \$2,500 of the budgeted line item must be approved by the Executive Committee.
 - b. Any expenditure over the budgeted line item the Quilt Show Chair may approve up to \$2,500. The Quilt Show Committee must approve excesses over \$2,500. The Quilt Show Chair has the authority to deny any further expenditures for a line item, once its budget has been reached.
- 9.5 Treasurer Review Committee:** The President will appoint a three-person committee to review the Treasurer's books in March or April of each year. In addition, this committee and the Guild Treasurer will review the Quilt Show Treasurer's books each year. A brief report of the review is published in the newsletter.

SECTION X: Records Management

- 10.1** Each Board Member and Committee Chair will maintain an electronic notebook for her position. The notebook must contain the Job Description in the format provided, detailing the administration of the committee's responsibilities, and other information pertinent to that job.
- 10.2** An email ID, ecqginfo@gmail.com and Google drive have been established for important records including but not limited to:
- a. any contracts signed by the Board including contracts with speakers for future programs.
 - b. copies of the reviews performed annually on the Guild and Quilt Show books.
 - c. copies of the Bylaws, Policies and Procedures and Committee Job Descriptions.