

# **Recommended changes and updates to LNCQ By-Laws and Standing Rules**

The current By-Laws and Standing Rules can be found in your directory and also on the LNCQ Web site.

1. **Corrections**
  - A. Meeting months, clumsy wording, typos, etc.
  
2. **Clarifications**
  - A. General Meetings will refer to the six regular meetings
  - B. Officer will only refer to the four elected officers
  - C. Chairperson will be the title for committee leaders
  
3. **Added data**
  - A. Required nonprofit section
  - B. Web site information
  
4. **Changes**
  - A. Require a membership vote for any change in dues.
  - B. Quorum will be 40 percent (from 50 percent)
  - C. Simple majority vote to pass items (from 2/3)
  - D. Dues will be due December 31st  
Directory available at February meeting.
  - E. Newsletter publish dates to before each General Meeting.
  
5. **Reworded**
  - A. Article XI Amendment of By-laws
  - B. Article XII Dissolution

**Revised LNCQ By-laws**  
**Bold = changes or additions**

BY-LAWS  
LEAGUE OF NORTHERN COLORADO QUILTERS  
REVISED DECEMBER, 2009

ARTICLE I NAME and LOCATION

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

Section 2: The principal office of the League shall be in Larimer County with mailings to go to the current President.

ARTICLE II: MISSION

The LNCQ is a **nonprofit** group devoted to preserving the heritage of quilting. It is open to members of established Quilt Groups as well as 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: Meetings shall be held on the first Monday of the months of February, April, June, August, October and December.

Section 2: Meetings will be held from 7:00-9:00 PM at a location selected by the Board.

Section 3: Additional meetings may be scheduled by special request of the Executive Board or by the President.

Section 4: A quorum shall consist of **40 percent of the total membership.**

Section 5: The meeting in February shall be known as the Annual Meeting at which time the Installation of officers shall be held. All records/files shall be transferred to the new officers by the **January** board meeting.

ARTICLE V: MEMBERSHIP

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

Section 2: Annual dues shall be payable in advance on or before **December 31st** 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 the October General Meeting. A majority vote with a quorum present (forty percent of membership) 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 not transferable 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 participation 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, Vice-President, Secretary and Treasurer. They shall serve as the Executive Board.

Section 2: The appointed **positions** shall be Committee Chairpersons, Parliamentarian, and other **positions** the Executive Board deems desirable. The President shall be solely responsible for said appointments. The appointed **positions** will serve in an advisory capacity.

Section 3: A Nominating Committee Chairperson shall be appointed from the General Board by the President **by the September** Board meeting. The Chairperson shall form a committee of not less than three members **and** not more than five, including the Chairperson, who shall present its report at the **November** Board meeting and the **December** General meeting. At the **December** meeting, further nominations may be made from the floor, provided the nominee is present or has given written consent to serve if elected. In addition, the committee shall provide the Board with a list of possible committee **chairpersons and** volunteers for the following year.

Section 4: Election of officers shall take place by written ballot at the **December General** meeting. Officers shall be elected by a majority of the votes cast. In the event of two candidates receiving tie votes for an office, additional ballots will be cast until a majority is achieved. If there is only one nominee for each office a voice vote may be taken.

Section 5: Officers **and Chairpersons** shall serve for one year, beginning January through December.

Section 6: No member shall hold more than one office at a time and no member shall be eligible to serve more than two consecutive terms in the same office **or chairmanship. In extenuating circumstances, the Executive Board may extend the term of a Chairperson.** Any officer who assumes a position due to a vacancy may be elected to two consecutive terms.

Section 7: A vacancy in the office of the President shall be filled by the Vice-President. A vacancy in the office of the Vice-President shall be filled by ballot election at the next **General** meeting. Any other vacancy on the Executive Board shall be filled by a ballot vote by the General Board. If there is only one nominee, a voice vote may be taken.

Section 8: Officers **and Chairpersons** may resign by presentation of a written statement to the **Executive** Board.

Section 9: Removal from office may be for cause or when the best interest of the League would be served thereby. Appointed **Chairpersons** may be removed by a majority vote of the General Board. Elected officers may be removed from office in the same manner. Removal of an elected officer shall also constitute removal of such officer from the General Board.

Section 10: Duties of officers

A. The President shall:

1. Preside at all League and Board meetings.
2. Be ex-officio member of all committees except the Nominating Committee.
3. Appoint the Standing Committee Chairpersons by the **January** Board meeting, and Special Committees as needed. Such appointments are subject to the approval of the Executive Board.
4. Sign checks in the absence of the Treasurer.
5. Transfer records of the office to the successor as soon as possible, but no later than the January Board meeting.
6. Perform other duties as may be required or directed by the Board.
7. **Appoint a Nominating Committee Chairperson by the September Board Meeting.**

B. The Vice-President shall:

1. Preside in the absence of, or at the request of the President, and assist the President as needed.
2. Act as Chairperson for the Publicity Committee, to prepare press releases for local and regional newspapers, publication, bulletin boards, radio stations, etc. as needed for meetings and special events.
3. Maintain an information file of sources for placing information about the League.
4. Locate alternate site for meetings when a change is necessary.
5. Transfer records of the office to the successor as soon as possible, but no later than the January Board meeting.
6. Perform other duties as may be required or directed by the Board.

C. The Secretary shall:

1. Record and sign the proceedings of all meetings of the League and Board.

2. Send a copy of the minutes to the President **and General Board for review before distribution.**
3. Conduct the correspondence of the League as requested and provide a copy/record of each to the President.
4. Maintain a correspondence file with copies of replies for reference.
5. Transfer records of the office to the successor as soon as possible, but no later than the January Board meeting.
6. Perform other duties as may be required or directed by the Board.
7. **Prepare and send a copy of the minutes to the Web Master.**

D. 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 **Standing 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 by **December 20th** or upon request by the Board.
8. Collect funds in conjunction with League workshops 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. Transfer records of the office to the successor as soon as possible, but no later than the January Board meeting.
10. Perform other duties as may be required or directed by the Board.
11. **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 elected **Officers** and appointed **Chairpersons** 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 such business as may be necessary between regular **General** meetings, subject to ratification by the League.

Section 4: The Executive Board shall select a committee of three (3) persons to audit the financial records as necessary and no less than annually.

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 the October 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 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: A quorum shall be **reached when at least 40 percent of the Board members are present.**

Section 11: 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 I: The standing committees and their responsibilities shall be set forth in the Standing Rules of the League of Northern Colorado Quilters.

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 the January Board meeting.
- F. Advise the President, prior to each General meeting, whether or not, a report will be given which shall be submitted in writing, to the Secretary following the meeting.
- G. Be responsible for keeping the Vice-President advised of pertinent information as to the activities of the committee which may need to be publicized.
- H. Attend General Board meetings.
- I. Perform other duties as may be required or directed by the Board.

#### ARTICLE IX: OFFICIAL LOGO

#### ARTICLE X: 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 the 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 XI: AMENDMENT OF BY-LAWS

**These By-laws may be amended or prepared and new By-laws may be adopted at any time by a majority vote at a meeting where a quorum (forty percent of the membership) is present. The amendment must have been presented at the previous meeting with copies made available for the membership to review.**

#### ARTICLE XII: 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 membership 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.

#### STANDING RULES

#### LEAGUE OF NORTHERN COLORADO QUILTERS REVISED DECEMBER 2009

1. These Standing Rules may be amended by a **majority** vote of the membership present at a General meeting without giving prior notice **when a quorum (forty percent of the members) is present.**
2. The Standing Committees of the League shall be:
  - A. Community Service Projects
  - B. Exhibits
  - C. Hospitality
  - D. League Memoirs/Library
  - E. Membership
  - F. Newsletter
  - G. Program
  - H. Publicity
  - I. Retreats
  - J. Show and Tell
  - K. K Small Groups
  - L. Ways and Means
  - M. Workshops
  - N. Web site
3. Duties of Committee Chairpersons are outlined in the League By-laws
4. Committee responsibilities are:
  - A. Community Service Projects
    1. Locate organizations in need of quilts/quilt art.
    2. Promote service projects **with** the membership.
    3. Coordinate the donation of items for community service projects.
  - B. Exhibits

1. Secure locations for exhibits to promote the League.
  2. Collect, hang items for exhibit, and return exhibit items to the owners.
  3. Assist local groups with exhibits as requested.
  4. Be responsible for display at the General Meetings.
- C. Hospitality
1. Greet members and guests at each meeting and introduce guest to members.
  2. Be responsible for refreshments.
  3. Be responsible for collecting and awarding **opportunity** prizes at **General** meetings.
- D. League Memoirs/Library
1. Maintain a scrapbook/photo album of newspaper articles and memorabilia about the League and members of the League.
  2. Maintain a file of each scrapbook and a description of its contents and a list of any other items being maintained for League history.
  3. Provide League Scrapbooks for the members to review at General meetings.
  4. Be responsible for taking photographs of the programs, show and tell, and league events.
  5. Keep records of show and tell from each meeting.
  6. Locate a site for the League library as necessary.
  7. Maintain the books and other resource material owned by the League
  8. Maintain an inventory file of all books and resource material.
  9. Coordinate the lending of items to the members and the return of items.
- E. Membership
1. Receive all applications for membership in the League.
  2. Submit records and **money from dues** to the Treasurer
  3. Maintain accurate records of the League members to include at least name, address, telephone number.
  4. Prepare and print a current roster of members which includes a list of current officers, committee chairpersons, past presidents, and the current By-laws.
  5. Furnish a copy of current membership roster to each member by the **February** meeting of each year. **Publish an addendum page in July.**
  6. Update membership information and provide updated copies to the President and Treasurer.
  7. Register members and guests at the General meetings, **tabulating attendance and verify if a quorum is present.** Provide each person with a name tag.
  8. Keep label masters up to date.
- F. Newsletter
1. Prepare, publish, **and distribute** a newsletter **at least 10 days prior to the General meetings.**
  2. Submit **bills** for expenses to the Treasurer immediately following the publication of each newsletter.
  3. Contact potential advertisers for the newsletter.
  4. Keep accurate record of advertisers and amounts paid.
  5. Forward all checks to the Treasurer.
- G. Program
1. **Coordinate programs for current year. Arrange payment, transportation and / or accommodations for teachers/lecturers.**
  2. **Plan programs for following calendar year.**
  3. **Organize program classes.**
  4. **Notify Vice-President and Web master of upcoming programs and speakers.**
  5. Send thank you notes after meeting to those **presenting** programs or **program classes.**
  6. The program year shall begin in January and extend through February of the following year.
- H. Publicity
1. Prepare notices that promote League meetings and activities by distributing information to the news media, shops, etc.
- I. Retreats
1. **Plan** retreats for League **members.**
  2. Be responsible for locating and arranging the site, teachers, programs, lectures, **and publicity for retreat.**
  3. Make final arrangements for room assignments, supply lists, class assignments.
  4. Account for all funds received and forward such funds with written record to the Treasurer.
  5. If necessary, arrange transportation and /or accommodations for lecturers.
- J. Show and Tell

1. Coordinate show and tell at each meeting.
  2. **Be** responsible for sign-in of members with quilts at each meeting.
  3. Provide show and tell records to League Memoirs chairperson and the Secretary.
- K. Small Groups
1. Provide leadership for the formation of new small groups.
  2. Responsible for keeping small groups list up to date **and provide a copy for the Web site and Membership Directory.**
  3. Notify small group contact person **providing** information or **details of** special events.
- L. Ways and Means
1. Propose ways to **raise** money for League activities.
  2. Coordinate all fund-raising activities of the league not specifically covered by another committee.
  3. Account for all funds received by item, and forward such funds to the Treasurer. (This is to include sales tax information if required.)
- M. Workshops
1. Propose workshops for League education.
  2. Be responsible for locating and arranging the site, teachers, programs, lectures etc. for workshops.
  3. Make final arrangements for room assignments, supply lists, class assignments, publicity, and all event activities.
  4. Account for all funds received and forward such funds with written record to the Treasurer.
  5. If necessary, arrange transportation and /or accommodations for teachers/lecturers.
- N. Website
1. **Maintain and update LNCQ Web site.**
  2. **Monitor Contact Page.**
  3. **Coordinate with General Board members to provide current information.**
  4. **Post Newsletter and notify members.**
  5. **Report and submit expenses related to Web site to the Treasurer.**
5. Small children are not to attend general meetings unless they are present to show their own completed quilt project.
  6. At the **General** meetings of the League and any other League sponsored functions, no selling, soliciting or other commercial enterprises will be allowed, except by the Ways and Means committee.
  7. **On the day of their presentations or classes, program speakers will be exempted from Rule 6 and allowed to sell printed materials, kits or quilting tools.**
  8. A guest will pay a fee set by the Executive Board.