

By-Laws of the Southern Comforters of Bowie, Maryland, Incorporated

ARTICLE I – NAME

THE NAME OF THIS ORGANIZATION SHALL BE “Southern Comforters of Bowie, Maryland, Incorporated”, herein referred to as “Club”.

ARTICLE II – OBJECT

This Club is organized exclusively for educational and charitable purposes under section 501 (c)(3) of the Internal Revenue Code. The Primary purpose of the Club shall be to educate and further the knowledge of the membership in all aspects of quilting. This Club shall be non-partisan, non-sectarian, and not connected with any commercial enterprise.

ARTICLE III – CLUB YEAR

Section 1. The club year for the purposes of membership shall begin June 1 and end May 31.

Section 2. Club officers shall be elected for one year term beginning June 1 and ending May 31.

Section 2. Effective January 1, 2009, the fiscal year of the club for budget and financial purposes shall begin January 1 and end December 31.

Section 3. June 1, 2008 to December 31, 2008 shall be treated as a full budget year resulting from the club’s transition from a June 1-May 31 fiscal year to the year outlined in Section 2.

ARTICLE IV – MEMBERSHIP

Section 1. Requirements. Membership shall be by written application and by payment of annual dues. Junior members must be sponsored by a club member.

Section 2. Dues. Dues shall be \$30.00 per year/regular, \$15.00/junior members (18 and younger). The dues are non-refundable and payable by the first meeting in June. A new member joining after the annual quilt show will pay a full year’s dues and be considered a member for the remainder of the current membership year ending May 31st, and continuing through the following year, beginning June 1st through May 31st.

Section 3. A member shall be considered delinquent in dues if he/she has not paid his/her dues by the second meeting in June. He/She will be dropped from the membership roles and not entitled to register for classes, receive the newsletter or vote. Delinquent dues will be for the full amount of annual dues.

Section 4. No part of the net earnings of the Club shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Club shall be authorized and empowered to pay reasonable compensations for services rendered and to make payments and distributions in furtherance of the purposes set forth in Object Article II hereof. No substantial part of the activities of the Club shall be the carrying on of 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 this document, the Club shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from

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federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE V – OFFICERS

Section 1. The officers of the Southern Comforters shall be the President, Vice-President, Secretary and Treasurer.

Section 2. Election of officers shall be held at the second regular meeting in May. Election shall be by ballot. If there is only one candidate for each office, election may be a voice vote. A simple majority of the members present shall be sufficient for the election.

Section 3. The President shall: preside at all Board and regular meetings; supervise the Club's affairs and activities; call special meetings as deemed necessary; appoint committee chairmen; sign all written contracts and obligations of the Club with another officer.

Section 4. The Vice-President shall: preside in the absence of the President; sit as a member of the Program Committee; maintain a calendar of quilting events.

Section 5. The Secretary shall: record minutes at all meetings or designate an alternate to do so in her absence; have minutes available on request; handle all general correspondence of the Club.

Section 6. The Treasurer shall: keep all financial records; receive fees and disburse all funds; submit records for audit by May 31 to the Audit Committee.

Section 7. If a vacancy occurs among the elected officers, the remaining officers will appoint an individual to serve out the term.

ARTICLE VI – EXECUTIVE BOARD

Section 1. The Executive Board consists of the elected officers and is responsible for setting policy and negotiating the business of the Club.

Section 2. The Executive Board shall present an annual budget to the membership at the December meeting. Club expenses not identified in the budget require approval by the Executive Board.

Section 3. The Treasurer's records will be audited annually, prior to the change of officers on June 1.

ARTICLE VII – BOARD OF DIRECTORS

Section 1. The purpose of the Board of Directors is to serve as an honorary advisory group to the Club, in compliance with the legal requirements for incorporation.

Section 2. The Board of Directors shall consist of the three immediate past Presidents. Each outgoing President becomes a member of the Board of Directors and the term of the third preceding President ends. If the current President is re-elected the Board remains the same.

Section 3. If a vacancy occurs in the Board of Directors, the remaining Directors will appoint an individual to serve out the term.

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ARTICLE VIII – MEETINGS

Section 1. Regular meetings shall be held twice monthly, except November and December, when only one meeting will be held. A Quorum shall consist of twenty-five members.

Section 2. Executive Board meetings shall be held at the call of the President. A quorum shall consist of three Executive Board members.

ARTICLE IX– COMMITTEES

Section 1. Standing committees shall be: Membership, Program, Quilt Show, Newsletter/Publicity, Community Quilts, Raffle Quilt, Hospitality, Historian, Librarian, Challenge, Phone Tree, Equipment, and Retreat.

Section 2. Programs of action for each standing committee are available to each committee chairman for guidance.

Section 3. Ad hoc committees shall be: Audit, Nominating, By-Laws and Anniversary Quilt.

Section 4. The Audit Committee audits the records submitted by the Treasurer on or before May 31 and reports to the membership at the first meeting in June. Three members shall be appointed at the first meeting in April.

Section 5. The Nominating Committee shall identify and present a slate of officers to the members at the first meeting in May. Three members shall be appointed at the first meeting in April.

Section 6. The By-Laws Committee shall review the By-Laws annually and recommend revisions if needed. Three members shall be appointed at the first meeting in February.

Section 7. The Anniversary Quilt Committee is responsible for designing and executing the anniversary quilt. The winner of the anniversary quilt has the option to chair this committee for the following year. If they elect not to do so, a chair will be appointed at the first meeting in September.

ARTICLE X – PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order Newly Revised shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these by-laws.

ARTICLE XI– AMENDMENTS

By –Laws may be amended by a vote of two thirds of the members present at the meeting, provided the membership has been informed in writing of the proposed change at least ten days prior to a vote.

ARTICLE XII – DISPOSITION OF PROPERTY

Section 1. The officers of the Southern Comforters, upon dissolution of the Club and by vote of the membership, shall pay, or make provisions for payment of all liabilities of the Club.

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Section 2. Upon dissolution of the Club, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the Federal Government, or to a State or Local government, for a public purpose.

STANDING RULES

Section 1. The signatures of all four elected officers shall be listed on the Club's checking account. Two of four signatures are required on all Club checks.

Section 2. Workshops sponsored by the Club shall be open to members only, unless prior approval is given by the Program Chairman.

Section 3. Non-members seeking information about the Club are invited to attend two meetings as a guest. Thereafter they must join the Club to attend meetings.

Section 4. All active members are eligible to win the anniversary quilt unless they have won in the last ten years.