

## ***Bylaws of The Northern Illinois Longarm Guild***

*Approved by the membership on December 7, 2024*

### **ARTICLE I—Name**

**Section 1.01**—This organization is known as the Northern Illinois LongArm Guild (herein referred to as “NILAG”).

### **ARTICLE II—Purpose**

**Section 2.01**—The purpose of NILAG is to:

- a. Develop interest in the art and pleasure of machine quilting.
- b. Provide educational opportunities through programs and workshops.
- c. Provide opportunities for personal contact, comingling, and fellowship among members who share an interest in machine quilting.

**Section 2.02**—NILAG is organized for social and recreational purposes. All activities of NILAG must be conducted in such a manner that no part of the net income inures to the benefit of any individual member except that NILAG is authorized and empowered to pay reasonable compensation for services rendered.

### **ARTICLE III—Membership**

**Section 3.01**—Membership is open to anyone age 18 or older; interested in machine quilting; completes an application form; and pays the specified dues. The organization does not discriminate on the basis of race, color, religion, gender, or sexual orientation.

**Section 3.02**—NILAG membership is limited to 98 members.

**Section 3.03**—Individuals who have paid full membership dues are considered members and may participate in all activities of NILAG. All members are entitled to receive the NILAG Newsletter and to attend all general meetings on Zoom at no additional fee. In addition, they are entitled to receive a NILAG membership directory and a copy of the NILAG Bylaws. Each member in attendance at a general meeting is entitled to one vote.

**Section 3.04**—Members who join mid-year will pay annual dues for their first year of membership

**Section 3.05**—The Membership Chairman may drop members whose dues are unpaid as of the first day of February in the current year.

### **Article I—Meetings**

**Section 4.01**—General meetings are held bi-monthly via Zoom on the first Saturday of the even numbered months of the year unless special circumstances call for a change of date, and also for special occasions as deemed necessary by the Board. All members in attendance at a general meeting constitute a quorum. Meetings may be open to guests. A guest fee may be assessed as determined by the Board and approved by the members.

#### **Section 4.02—Board Meetings**

- a. Meetings are held on Zoom within two weeks of the next NILAG meeting and may be cancelled if there is no business to be discussed.
- b. Minutes from Board meetings are available to the membership upon request.
- c. Meetings are open to the general membership.
- d. A majority of Board members presently serving constitutes a quorum for the transaction of business. All matters brought before the Board are decided by a majority vote.

The fiscal year shall be from January 1 to December 31 of each calendar year.

The Board of Directors herein called the “Board” with the approval of the membership, shall annually determine dues. Such annual dues shall be paid by the first day of February of the current calendar year. Failure to pay the annual dues shall result in termination of membership.

All members in good standing shall have the privilege of voting and holding office. A member in good standing shall be defined as a member who has paid dues to NILAG for the applicable year.

#### **ARTICLE V—Board of Directors**

**Section 5.01**—The property, affairs, and business of NILAG are managed by or under the direction of the Board.

**Section 5.02**—The Board is comprised of the executive officers and the standing committee chairs. The Board is elected by a majority of those members in attendance at the general meeting.

**Section 5.03**—The executive officers of NILAG are President, Vice President, Secretary, and Treasurer. The standing committees are Contracts/Programs, Membership, Newsletter, Communications.

**Section 5.04 Duties and Terms of Office**—The term of office for each Board member corresponds to the NILAG fiscal year, January 1 through December 31 and will be 2 years. Any unfilled term of office will be filled by appointment of the Board.

All members of the Board must be members of NILAG in good standing. Members shall serve for one term in a particular board position, but not to exceed two consecutive terms without membership approval. The Board shall manage all affairs of the organization.

Presence of a majority of Board members will constitute a quorum for purposes of transacting business. General Board meetings are open to the membership of NILAG.

For the purpose of this document all reference to officers and committee chairpersons can be either singular or plural, thus allowing for one or more persons to share duties. A single individual may also chair more than one committee.

#### **Section V—Duties of Officers**

**President**—The President will preside at all NILAG and Board meetings, appoint chairman of standing committees and special committees and be an ex-officio member of all committees except the nominating

committee. The President will have the responsibility to see that the rules set forth in the bylaws are followed; and will perform any other duties incidental to the position.

**Vice President**—The Vice President submits the list of programs and workshops and the anticipated program budget for consideration and review by the board, assists the President and performs the duties of the President in her/his absence; assumes the office of President in the event of a vacancy, and perform any other duties incidental to the position.

**Secretary**—The Secretary will keep minutes of all meetings. The NILAG meeting minutes will be submitted to the Communications Chairman within 14 days after the meeting for posting in the NILAG newsletter. A copy of the Board meeting minutes will be emailed to the board members only within 14 days after the meeting. The Secretary will maintain a file of the minutes, correspondence, by-laws and other non-financial records relative to NILAG. The Secretary will be a custodian of the funds with the Treasurer and perform any other duties incidental to the position.

**Treasurer**—The Treasurer prepares a bi-monthly financial report and shares it with members in the bi-monthly newsletter, coordinates with other Board members, including the President and those responsible for Membership, Programs, and Newsletter, to ensure that, on an annual basis, the revenue from non-members for the use of Guild services does not exceed 15% of gross revenue, and performs any other duties pertinent to the position.

## **Section VI—Duties of Chairmen**

### **a. Contracts**

1. Serves a two-year term, the first as Contracts and the second as Programs.
2. Arranges programs and workshops for the coming Guild year and submits these plans to the Board for consideration.
3. Obtains and signs contracts with fees charged for speakers and workshops. Sends copies of these contracts with addresses and contact information to the Treasurer.
4. Provides information on upcoming programs and workshops for the NILAG Newsletter and Website [www.nilag.org](http://www.nilag.org).
5. Performs any other duties pertinent to the position.

### **b. Programs**

1. Administers all programs and workshops for the current NILAG year.
2. Provides information on programs for the Newsletter.
3. Serves as liaison to speakers and workshop presenters.
4. Coordinates with Communications to ensure smooth running programs.
5. Performs any other duties pertinent to the position.

### **c. Membership**

1. Maintains a membership list.
2. Notifies members via the Newsletter when dues are due, collects the dues, and gives all money to the Treasurer to deposit.
3. Updates all relevant parties with corrections, adds and drops to the membership list.
4. Coordinates with the Treasurer to ensure that attendance of non-members at meetings does not cause NILAG to exceed the allowed non-member revenue.
5. Performs any other duties pertinent to the position.

### **d. Newsletter**

1. Publishes issues and sends them to the communications person to distribute via email.
2. Maintains back issues.
3. Solicits articles from Board members.
4. Coordinates with the Treasurer to ensure that advertising by non-members does not cause NILAG to exceed the allowed non-member revenue.
5. Performs any other duties pertinent to the position.
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**e. Website**

1. Maintains the NILAG Website by posting Guild information, programs, etc.
2. Assures that server domain fees and Website hosting service fees are paid when due.
3. Performs any other duties pertinent to the position.

**Ad hoc committees** may be formed and established by the Board as deemed necessary. Such committees include, but are not limited to, Bylaws, Nominating, and Audit.

**Nominations** The Nominating Committee Chairman shall be appointed by the President and shall consist of at least two members. The Nominating Committee shall nominate one member as a candidate for each office to be filled. These names will be presented to the membership in October and be published in the NILAG newsletter prior to December elections. Nominations from the floor may be accepted with the approval of the nominee.

Officers shall be elected by a majority vote at the December meeting by a motion from the floor to accept the proposed slate of officers. Officers shall assume their duties at the beginning of the fiscal year.

If a vacancy occurs, except in the office of President, the vacancy will be filled by appointment by the Board.

## **ARTICLE VII**

**Standing Committees** Each committee chairman shall in accordance with the policies and procedures established by the Board of Directors have the following responsibilities:

**Ad Hoc Committees** At the President's discretion, any ad hoc committee may be formed to complete any special project so assigned by the Board of Directors.

**Membership Chairman** The Membership Chairman shall be responsible for the collection and deposit of dues: maintain and distribute an electronic membership list and perform any other duties incidental to the position.

**Newsletter Chairman** The Newsletter Chairman shall publish a Newsletter in the month before the NILAG meeting.

**Communications Chairman** The Communications Chairman shall distribute the newsletter and directory, schedule Zoom meetings, and notify members of regular meetings and special events via email.

**Program Chairman** The Program Chairman shall plan and make arrangements for bi-monthly programs for the following year, be a liaison to speakers and arrange for their Zoom Lecture; introduce speakers at meetings; arrange with the Treasurer for payment of speakers and write thank-you notes to speakers. The Program Chairman will assist the Vice President to facilitate any special event workshops contracted by NILAG.

**Directory Chairman** The Directory Chairman shall produce an annual directory of members.

## **ARTICLE VIII—Meetings**

NILAG shall meet 6 times per year on the first Saturday of the even numbered months unless special circumstances call for a change of date and also for special occasions as deemed necessary by the Board. Special events may be arranged by the Vice-President and the Program/Contracts chair. Meetings may be open to guests. A guest fee may be assessed as determined by the Board and approved by the members.

## **ARTICLE IX Programs and Workshops**

The following items pertain to programs and workshops presented at regularly scheduled Guild meetings and special events.

**Fees:** The cost of each workshop will be determined by the Vice President according to the guidelines established by the Board. Payment for attendance at the workshop must be made at the time of the reservation. All workshop expenses will be covered by the fees for that workshop unless specifically approved by the Board.

**Workshop Refunds:** Refunds will be issued only if someone else is willing and able to take the vacated workshop space.

**Workshop Supplies:** Members will purchase their own supplies.

**Speaker/Teacher Payments:** All speakers and teachers will be paid through the Treasurer as contractually agreed after all contractual obligations have been fulfilled.

## **ARTICLE X Newsletter and other Mailings**

**Section 10.01 Newsletter:** NILAG Newsletter will be published and sent to members at a frequency determined by the Board. Deadlines for contributed materials will be set by the Editor. The Communications Chairman will distribute the newsletter electronically.

**Section 10.02—Other Mailings:** All mailings for any other purpose must be approved by the Board. No membership or attendance list may be used for any purpose other than Guild communications, except for special uses considered by the Board that directly benefit NILAG. The Communications Chairman will send the mailings via email.

## **ARTICLE XI Financial Policies**

The financial records of the organization shall be kept in accordance with standard accounting practices. All monies derived from NILAG activities shall be turned over to the Treasurer for deposit to the NILAG account for appropriate disbursement.

## **ARTICLE XII Bylaws Amendments**

Bylaws will be reviewed annually at a Board meeting for any possible revisions. Any proposed amendment to the Bylaws by the membership must be submitted in writing to the Board.

All proposed amendments will be posted to the NILAG social media or e-mail newsletter along with the date of the meeting such amendment will be voted upon. A simple majority vote of the members present at the meeting is necessary for any amendments to the bylaws.

These bylaws will be liberally interpreted, keeping the general welfare of NILAG in mind.

## **ARTICLE XIII Financial Responsibility**

**Section 13.01 Fiscal Year:** The fiscal year of NILAG is January 1 through December 31.

### **Section 13.02 Budget**

1. Budget proposals for the following operating year are due from all officers and committee chairs by the October Board meeting.
2. The Budget Committee, comprised of the President, Vice President, and Treasurer, is responsible for preparing a budget for the coming fiscal year, for approval by the Board at its November meeting.
3. The budget will become effective after approval by the membership at the December general meeting.

**Section 13.03 Audit:** The financial books and records of NILAG will be subject to an annual audit after the close of the fiscal year and at any other time deemed necessary by the Board.

## **Dissolution of the Organization**

**Section 13.04** The membership may vote to dissolve NILAG at any general meeting by a simple majority vote, provided that a motion to dissolve was submitted in writing at the previous general meeting.

**Section 13.05** NILAG will consider dissolving if an insufficient number of nominees are available to fill the positions of President, Vice President, Secretary, Treasurer, Contracts, Programs, Membership, and Newsletter.

**Section 13.06** If NILAG is dissolved, the Board will decide where to distribute its assets. The only organizations to consider must be operated exclusively for charitable and educational purposes and have established status under Section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE XIV**

**Liability** NILAG and its Board members assume no responsibility for any accidents or injury resulting during and in transit to and from any NILAG activities.