

BYLAWS of KANSAS QUILTERS ORGANIZATION

ARTICLE I – NAME

The name of this organization shall be Kansas Quilters Organization, Inc.

ARTICLE II – PURPOSE

The purpose of this organization shall be to stimulate an interest in quilts, promote education, and advance the art of quilt making.

ARTICLE III – MEMBERS

- Section 1. Membership is open to anyone who has an interest in quilts.
- Section 2. Members shall pay annual dues, payable by January 1st and delinquent March 1st. The amount for dues and any multi-year renewal discount shall be evaluated by the Board, as needed. Increases/alterations in dues and/or discounted multi-year renewal rates must be proposed to and voted on by the membership, passing only with a 2/3 majority vote of the membership in attendance at the State Meeting at which the vote occurs. No partial memberships or prorated memberships will be allowed.
- Section 3. Each member is entitled to one vote if registered and in attendance at the state meetings.
- Section 4. Members who have joined before July 1, 1985 shall be charter members.

ARTICLE IV – BOARD OF DIRECTORS

- Section 1. The Board of Directors shall consist of twenty-one (21) members; seven directors elected each year by the membership at the fall state meeting.
- Section 2. The Nominating Committee for the election of Board Members shall be five (5) members, two (2) of whom shall be appointed by the President. Three (3) members shall be elected by the membership at the Spring Meeting. The president shall then appoint the chairperson.
- Section 3. The Nominating Committee for the Election of Board Members shall submit a minimum of seven (7) names to the Board of Directors for the election held at the Fall State Meeting. Nominees must be current KQO members in good standing. The list of nominees must be submitted to the Board of Directors no later than two weeks prior to opening day of Golden Oldies. Names of the nominees shall be published in the newsletter prior to the Fall State Meeting. Additional nominations will be accepted from the floor at the Fall State Meeting with prior consent of the nominees.
- Section 4. The Board of Directors shall have four (4) meetings including those which may be held in conjunction with the general meetings in the spring and fall. One of the Board Meetings shall be between the Fall and Spring State Meetings, and one of the board meetings

shall be between the Spring and Fall State Meetings. Eleven (11) members constitute a quorum.

- Section 5. The term of each director shall be three (3) years. No person shall serve more than two consecutive terms on the Board. After an absence of three years, a former Board Member may again serve.
- Section 6. Vacancies on the Board of Directors occurring for reasons other than term completion shall be filled via appointment by the President with approval of the Board.
- Section 7. All members of the Board of Directors shall be appointed to at least one standing and/or special committee by the President with approval of the Board. The President shall serve as an ex officio member of each standing or special committee except the Nominations Committee.
- Section 8. A board position shall be considered vacant because of death, resignation, or two (2) absences per year from Board Meetings without legitimate excuse with a 48-hour notice to the President.
- A. The Board of Directors of the Kansas Quilters Organization is a "working" board. Members of the Board of Directors are expected to attend all board meetings and work to fulfill the duties required of the committees to which they are assigned. If a Board Member cannot attend at least half of the meetings during the year and/or work to meet their committee's needs, she/he should consider resigning to allow the appointment of a replacement.
- Section 9. Proposed policy and/or procedure changes are reviewed and approved by the Board of Directors.

ARTICLE V – OFFICERS / EXECUTIVE COMMITTEE

- Section 1. The Officers shall be President, First Vice-President, Second Vice-President, Secretary and Treasurer. They shall be elected by the Board of Directors from among their members when the Board reconvenes immediately following the Fall State meeting.
- A. At the first Board Meeting of the year, the President shall appoint a Nominating Committee for the election of Officers comprised of three (3) persons from among the Board Members.
- Section 2. A list of candidates for officer positions shall be presented by the Nominating Committee for the Election of Officers to the Board of Directors when the Board reconvenes immediately following the Fall State Meeting, at which time the election of officers shall be held. Election shall be via voice vote unless there is more than one nominee for an office, in which case the vote will be taken by ballot. The Officers shall be elected for a term of one year, and shall take office on January 1st. Officers may serve no more than two consecutive terms in the same office with the exception of the Treasurer who may,

at the discretion of the Board and because of the specialized skill set required for the job, serve her/his entire term in that position.

Section 3. The duties and powers of the Officers shall be as follows:

A. The President shall preside at all meetings and appoint standing committee chairpersons and all other committee chairpersons necessary to the welfare of the organization. She/he shall be an ex officio member of all committees except the Nominating Committee.

B. The First Vice-President shall preside in the absence of the President. She/he shall serve as co-chairperson of the State Meeting Committee.

C. The Second Vice-President shall serve as co-chairperson of the State Meeting Committee.

D. The Secretary shall record and keep complete and accurate minutes of all Board and State meetings. She/he shall conduct and make available official correspondence. She/he shall report action taken at Board Meetings to the general membership.

E. The Treasurer, responsible for receipt and disbursement of all collected KQO monies, shall maintain a written record of income and expenditures. She/he shall pay bills upon receipt. Non-budgeted items must be approved by the Board.

Section 4. The Executive Committee shall be the President, First Vice-President, Second Vice-President, Secretary and Treasurer. They shall have the powers of the Board of Directors between Board Meetings providing a quorum of three (3) is present, and that action shall be reported to the Board of Directors within ten days. The action shall be incorporated in the minutes of the next meeting.

ARTICLE VI – MEETINGS

Section 1. There shall be two (2) meetings of the general membership per year, one in the spring and one in the fall. Notice of the meetings shall be announced at least six weeks prior to the date.

Section 2. The Executive Committee shall have the power to change the meeting date, if necessary.

Section 3. The Fall Meeting shall be the annual meeting. The election of Board Members to fill vacancies which will be created by terms expiring at the end of each year shall occur at the Fall Meeting of that year. All officers and committee chairpersons shall report.

Section 4. Non-KQO members attending KQO events will be charged a surcharge equal to the annual KQO membership fee.

ARTICLE VII – COMMITTEES

Section 1. STANDING COMMITTEES:

The standing committee chairpersons shall be appointed by the President from the Board of Directors. The standing committees are:

A. Communications Committee

1. The Communications Committee shall be comprised of at least three (3) members: the Newsletter Editor (Chair), the Web Maven/Master, and a Public Relations/Membership ambassador.

2. The Communications Committee shall:

- a. Gather and distribute pertinent information regarding KQO news and events to the membership, to prospective members, and to the community via the KQO membership newsletter, the KQO website, press releases, and submissions to other appropriate print and digital media outlets.
- b. Preserve a historical record of KQO activities.

3. Sub-committees:

a. Newsletter:

- i. The KQO newsletter shall be distributed to the membership no fewer than two (2) times per calendar year via the U.S. Postal Service and/or email.
- ii. Detailed information regarding the date, location, and events of the State Meetings shall be included in the newsletter.

b. Website

- i. The website shall be maintained and updated at least tri-annually to assure all KQO information, including contact information and membership information, is current.
- ii. Every newsletter, in its entirety, shall be made available for viewing and for download from the website at the same time the newsletter is distributed in hard-copy form.

c. Public Relations/Membership sub-committee shall:

- i. publicize KQO events through all pertinent news media,
- ii. collect and maintain a historical record of KQO activities,
- iii. increase membership.

B. The Finance Committee

The Finance Committee shall:

1. Oversee the flow of monies entering and exiting the organization.

2. Sub-committees:

a. Budget: assists in the development of the budget for the coming fiscal year

- i. The budget must be approved at the summer Board Meeting.
- ii. The budget must be included in the newsletter to the membership for consideration prior to the annual (Fall) meeting; the membership must vote to approve the budget at the annual (Fall) meeting.

- iii. Expenditures shall not exceed allocations approved in the budget without authorization by the Board Officers (Executive Committee).
- iv. The Treasurer shall be an ex officio member of the Budget sub-committee.
- b. Audit: audits the KQO financial records on an annual basis
 - i. The audit sub-committee shall be comprised of three (3) members appointed by the President.
 - ii. The audit process shall transpire at a time and place acceptable to the committee members and the Treasurer.
 - iii. The audit report shall be presented to the Board at the Spring Meeting immediately following the fiscal year being audited.

C. The Bylaws, Policies, and Procedures Committee

The Bylaws Committee, upon direction from the President, but not less frequently than every two years, shall:

- 1. Review and propose amendments to the Bylaws, as needed.
- 2. Review, reformat, and/or create new Policies and/or Procedures, as needed.

D. State Meeting Committee

The State Meeting Committee shall:

- 1. Plan and implement the Spring and Fall State Meetings for the membership.
- 2. Collaborate with Programs for Future Meetings Committee in planning the program for the State Meetings.
- 3. Collaborate with the Future Sites Committee in securing sites/venues for the State Meetings.
- 4. Be co-chaired by the First and Second Vice-Presidents for the purpose of coordinating the State Meetings.
 - a. The Chairpersons may select other members to serve on the State Meeting Committee/sub-committees
- 5. Have Sub-committees which shall assist with any and all details related to the planning, set-up, implementation, and clean-up for each State Meeting. The sub-committees include, but are not limited to:
 - a. Vendors
 - b. Door Prizes
 - c. Block Drawing
 - d. Courtesy

E. Programs for Future Meetings Committee

The Programs for Future Meetings Committee shall:

- 1. Organize high quality, educational, informative, and fun meetings for the members in a timely fashion and within budget
- 2. Work collaboratively with the State Meeting Committee and keep the State Meeting Committee apprised of activities.

F. Future Sites Committee

The Future Sites Committee shall:

1. Seek out and vet potential geographic locations and venues to accommodate State Meetings.
2. Work collaboratively with the State Meeting Committee to select the geographic location and venue for specific State Meetings.

Section 2. SPECIAL COMMITTEES

Special Committees may be appointed by the President as need arises. The Special Committees include, but are not limited to:

A. Fellowship Committee:

The Fellowship Committee shall:

1. Be a committee of three (3) members, appointed by the President in even years, with the senior member in point of service serving as chairperson.
 - a. In even years, the Fellowship/Grant program will move forward only when adequate funds, designated for that purpose, are available.
2. Determine the type of fellowship or grant to be offered.
3. Utilize the KQO Fellowship Fund to finance the fellowship.

B. Nominations Committee

The Nominations Committee shall be responsible for finding nominees for the election of Board Members and Board Officers (Executive Committee).

The Nominations Committee shall:

1. Be comprised of two sub-committees:
 - a. Nominating Committee for the Election of Board Members
 - i. Consists of five (5) members
 1. Two (2) members shall be appointed by the President from the Board at or prior to the Spring Meeting.
 2. Three (3) members shall be elected from the membership at the Spring Meeting.
 3. The Chairperson will be appointed by the President from among the five (5) members.
 - b. Nominating Committee for the Election of Board Officers (Executive Committee)
 - i. A committee of three (3) current Board Members shall be appointed by the President at the Board Meeting between the Spring and Fall Meetings.

ARTICLE VIII – PARLIAMENTARY AUTHORITY

Section 1. DETERMINATION OF POINTS OF ORDER AND PROCEDURE:

ROBERT'S RULES OF ORDER, NEWLY REVISED shall be the authority for deciding all points of order and procedure when not in conflict with the Bylaws.

ARTICLE IX – AMENDMENT OF BYLAWS

Section 1. AMENDMENT

These Bylaws may be amended by a 2/3 vote at a regular meeting of the organization, providing the proposed changes have been mailed to the membership ten (10) days prior to the meeting they are to be acted upon.

ARTICLE X – DISSOLUTION

Section 1. The Kansas Quilters Organization is organized exclusively for charitable, educational and scientific purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 2. Upon the dissolution of the organization, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the organization, dispose of all of the assets of the organization in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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