

Rocky Mountain Lace Guild Bylaws

Adopted: November 7, 1991

Revised: June 1, 1999

Revised: November 15, 2011

ARTICLE I: NAME

Section A. Name:

1. The name of this group shall be Rocky Mountain Lace Guild, identified in these bylaws as RMLG, guild or organization.

ARTICLE II: OBJECTIVES

Section A. Objectives of RMLG:

1. The education of the public in the art of lace making: its history, use, skills, materials and manufactory.
2. Promotion of the highest quality standards of technique and design in lace making.
3. Presentation of fine craftsmanship in lace making.

ARTICLE III: MEMBERSHIP IN RMLG

Section A. Eligibility:

1. RMLG is a non-discriminating organization in regard to race, color, creed, ethnicity, age, size, gender, nationality or sexual orientation.
2. Any person who pays annual dues may be considered a member of RMLG and is entitled to all rights and responsibilities of membership.
3. Annual dues cover membership for one fiscal year from January 1 through December 31. Dues may be pro-rated.

Section B. Limits of membership:

1. A quorum shall be comprised of eight (8) members.
2. Members in these articles mean all dues paying individuals regardless of attendance at meetings.
3. Membership in these articles means all members attending any general or special meeting, and not including guests.
4. A quorum vote shall determine the amount of dues for each fiscal year.
5. Failure to pay dues received on or before the March meeting may be considered voluntary withdrawal from RMLG.

Section C. Rights and responsibilities:

1. Members have the right to vote.
2. Each member shall receive a current membership roster by April 30.
3. Members have the right to participate in all RMLG events and to be notified of those events in a timely manner.
4. Members have the right to priority library lending privileges and to priority enrollment in classes, workshops and other events sponsored by RMLG.
5. Members have the responsibility to participate in events that promote the objectives of RMLG.
6. Members have the responsibility to remain in good standing with RMLG.

Members

whose membership has lapsed must be in good standing in order to renew their membership.

Section D. Guests and special memberships of RMLG:

1. Each guest may attend up to two (2) meetings per fiscal year.
2. Honorary and/or special members may be created as determined or needed by the membership and/or by the president in consultation with other officers.

Section E. Communication:

1. Email may be considered a primary form of written communication.
2. A monthly newsletter will be sent out to current members at least ten (10) times per year.
3. Ballots for annual elections will be published in the October newsletter.
4. Proxy votes may be solicited or submitted.

ARTICLE IV: OFFICERS

Section A. Elected Officers:

1. The elected officers of RMLG shall be president, vice president, secretary and treasurer.

Section B. General duties of officers of RMLG; Rights and responsibilities:

1. Officers shall control all matters relating to development, general and financial management of RMLG in consultation with others as required.
2. Any officer may act for the good of RMLG in the event of an emergency. A report regarding the emergency shall be presented to the members at the next general meeting. A written report shall be submitted to the newsletter as soon as possible.
3. Any officer may authorize no more than \$25 (USD) for expenditure of special

- committees without prior approval of another officer. Expenditures exceeding \$100 (USD) must be approved by a quorum at a regular monthly meeting.
4. Any officer may initiate contact with teachers or lecturers without prior approval.
 5. Any officer may create special committees and change or dissolve those committees without prior approval.
 6. To insure smooth transitions, all incumbent officers are responsible for the transfer of any and all pertinent information and records they hold to any incoming elected officer. The first general meeting of each fiscal year shall complete transfer of all such information.
 7. No officer shall act outside of his/her responsibility to the detriment of RMLG as an organization or to its membership or to any of its members as individuals.
 8. Current annual reports prepared by each standing officer shall be ready for presentation on or before each February meeting.

Section C. Removal or resignation of officers:

1. Any or all RMLG officers may be removed for just cause by action of the members. None may be removed without just cause and without a 2/3 (66.6%) vote of all members.
2. Any officer may resign at any time by giving written notice to no less than two standing officers. Unless the resignation is not accepted, the resignation will take effect upon receipt of notice.

Section D. Responsibilities of the president:

1. Presides at all general and special meetings.
2. Acts as ex-officio member of all committees except for the nominating committee.
3. Appoints chairpersons of standing committees for a term of one (1) year or more.
4. Receives and summarizes annual reports of all standing officers and committee chairpersons for inclusion in the newsletter.

Section E. Responsibilities of the vice president:

1. Presides at general and special meetings in the absence of or at the request of the president.
2. Assumes all duties and responsibilities of the president in the event the standing

- president cannot complete the term.
3. Acts as program chairperson for general meetings, arranging speakers, lecturers and activities as required or requested by officers and/or members.
4. Secures rooms for meetings and coordinates any needed arrangements with other officers and/or chairpersons.
5. Oversees workshop events.

Section F. Responsibilities of the secretary:

1. Takes minutes and keeps or receives records of all general and special meetings.
2. Ensures that copies of minutes are properly archived.
3. Presents the minutes from the last meeting at each meeting and asks for corrections.
4. Submits copies of minutes to the newsletter editor in a timely fashion.
5. Signs checks in the absence of the treasurer.
6. Ensures that any necessary ballots are delivered to the members.
7. Assures web content is correct and current.

Section G. Responsibilities of the treasurer:

1. Responsible for sound financial management of all matters relating to RMLG.
2. Signs checks for authorized disbursements.
3. Gives an accurate financial summary to the membership at each general meeting or in a timely manner upon reasonable request by any officer or member.
4. Prepares a financial summary of prior fiscal year and projected budget of upcoming fiscal year and presents this in writing to the members on or before the February meeting.
5. Has records ready for external audit by January 31st.
6. Obtains bank forms for any incoming officer(s) as necessary.
7. Is responsible, in consultation with other standing officers, for obtaining a gift for the outgoing president.

ARTICLE V: NOMINATIONS, ELECTIONS AND VACANCIES

Section A. Nominations:

1. Nominating committees shall consist of a past or standing officer as chairperson and two (2) other voluntary members.
2. Nominating committees shall present a slate of officers to the members on or before the September meeting.
3. Nominations may be made from the floor at the October meeting following the presentation of a slate.
4. Only members may become officers.

Section B. Elections:

1. Election of incoming officers shall take place at the November meeting.
2. The president and vice-president will be elected in odd numbered years and the secretary and treasurer in even numbered years.
3. Each term of office will be two (2) years beginning the 1st of January following the
November election.
4. Voting shall be in person at the November meeting or by ballot provided in the newsletter. Ballots shall be returned to the newsletter chairperson on or before the
November meeting.
5. A majority vote of members elects each officer.
6. Incoming officers take office at the first meeting of the calendar year.
7. Outgoing officers serve in a consulting capacity from date of election until the first
meeting of the calendar year, and/or otherwise for consultation, providing sufficient information and overlap for transition.
8. An elected officer may hold only one (1) office at a time.
9. Standing committee and special committee chairpersons may hold a maximum of two
(2) chairs at one time.
10. No elected officer shall be eligible to serve more than two (2) consecutive terms in
the same office without the approval of a quorum.
11. Any part of a term of office in excess of one (1) year shall be considered a full term.

Section C. Vacancies:

1. In the event of a vacancy in an office, the president shall submit a candidate for general
approval to the members as soon as possible. A quorum vote at the next
meeting shall install the candidate in office.
2. Continuing vacancies (lack of consenting candidate) may be approved by quorum.

ARTICLE VI: MEETINGS

Section A. General and special meetings:

1. General meetings shall be held monthly at least ten (10) times per year.
2. General and special meetings shall be conducted according to Robert's Rules of Order.
(Henry M. Robert III and others, *Robert's Rules of Order Newly Revised*, 10th ed. Cambridge, Mass., Perseus Publishing, 2000.)
3. Special meetings may be called by the president or by three (3) members of RMLG
given a five (5) day written notice.
4. RMLG shall hold a business meeting at least once per year.

ARTICLE VII: STANDING COMMITTEES

Section A. Standing Committees:

1. The standing committees of RMLG shall be:
 - a. Library
 - b. Newsletter (Editor)
 - c. Membership
 - d. Workshops
 - e. Demonstrations

Section B. Rights and responsibilities of standing committees and their chairs:

1. Any committee designated in this article will exist by authority of RMLG bylaws.
2. The president shall appoint a chairperson from the members for each committee,
and this person may or may not construe the entirety of the committee.
3. Chairpersons serving on each committee will be appointed annually (or for a certain
period) by the president.
4. Each committee and/or chairperson shall keep regular minutes of its meetings
and be
able to timely and concisely report on its undertakings upon request of an
officer
or member.
5. Chairpersons will hold office until his/her successor is appointed, or until
his/her death,
resignation, removal or the dissolution of the committee.
6. The president will address any vacancy in a standing committee in a timely
manner.
7. Any chairperson may be removed by the president if such removal is in the best
interest of RMLG. The president must present a written report to the
members
justifying the action on or before the next general meeting.

Section C (a). Library committee (Librarian):

1. Librarian ensures that the annual budget for acquisitions be reviewed and
approved at
each February meeting.
2. Librarian shall follow established circulation policies and procedures.
3. Librarian shall consult with members regarding desired acquisitions.
4. Librarian shall be responsible for custodianship, archiving, storage, release
and/or
rental of all material in a timely manner.
5. Librarian shall maintain current collection of RMLG material including, but not
limited to scrapbooks, photographs, archives, articles, magazines, books,
slides,

video tapes, DVDs, CDs and any and all memorabilia as requested by officers or

members.

6. Librarian shall ensure that a current list of holdings be made available to members annually in the newsletter, member packet or on website.

7. Librarian shall oversee sales or transfer of excess material after consultation with members.

Section C (b). Newsletter committee (Editor):

1. Editor publishes and distributes the newsletter at least ten (10) times per year to current members.

2. Editor assures the member renewal form and any ballots for the election of officers are distributed in the newsletter.

3. Editor prepares and mails special notices when necessary upon request of officers.

Section C (c). Membership committee:

1. Chair greets current, new members and guests at meetings, providing name tags when necessary.

2. Chair keeps current roster of membership with pertinent contact information.

3. Chair actively solicits new members and responds to contact questions.

4. Chair collects dues from members and works with treasurer and newsletter editor to

ensure prompt deposit of monies and inclusion in newsletters.

5. Chair assembles and distributes member packets to all current members on or before

library April 30. Ensures that packets contain a current roster, bylaws and a list of holdings.

Section C (d). Workshops:

1. The workshop chairperson reports to the vice-president.

2. The workshop chairperson shall be responsible for all workshops and has the authority

to appoint sub-chair(s) to manage workshops.

3. Members who wish to take part in RMLG sponsored workshops will make application

to the workshop chairperson or designated registrar as set out in the newsletter.

The instructions will state an opening and closing date for registration as well as any required deposit.

4. Registrations will be taken on a first come, first served basis.

5. If there are more than sufficient names, the extra names will be placed on a

waiting

list. If a workshop is considerably overbooked, the workshop chairperson

may

contact the lecturer/teacher to see whether the class can be expanded.

6. If fewer members apply by the designated date, the workshop chairperson may open

the lecture/workshop to non-members. The workshop chairperson also has authority to cancel any lecture or workshop due to low enrollment.

7. Any registered member who is unable to attend the lecture/workshop is responsible for

finding a replacement from the waiting list, locate another attendee if the

waiting

list has been absorbed into the class, or may forfeit the fee. In all cases, the registered member must report any changes to the workshop chairperson in

a

timely manner.

Section C (e). Demonstrations:

1. The demonstrations chairperson shall be in charge of all demonstrations and voluntary outreach.

2. RMLG will solicit and accept demonstration opportunities for its members in pursuit of its goal of public education and fine craftsmanship in lace making.

3. The demonstrations chairperson shall keep reliable records involving demonstration opportunities, contact information and hours accrued, and shall represent RMLG

to the public in a professional manner. Demonstrations chairperson is also responsible for maintaining any materials pursuant to demonstrations.

4. When a RMLG representative accepts a demonstration opportunity, that representative

is obligated to fulfill the hours or to find a suitable replacement. The representative must report any changes to the chairperson in a timely

manner.

5. During the hours of the demonstration, the representative will represent RMLG in a

professional manner, including but not limited to:

a. Working all hours agreed upon.

b. Arriving ready to work with all suitable materials.

c. Exhibiting appropriate dress.

d. Obtaining, displaying and distributing RMLG literature and membership forms during demonstration hours.

6. Any remuneration provided by demonstration events may be retained by the representative.

7. RMLG may reward the representative with in-kind compensation and/or other benefits

as the demonstrations chairperson deems appropriate.

ARTICLE VIII: SPECIAL INTEREST GROUPS

Section A. Special Interest/Short Term Groups

1. One or more groups known as "special interest groups" may be established from time to time by resolution of the membership or by appointment by the president.
2. The formation of the group shall include a statement of purpose and the names of the initial participants.
3. No special interest group will have the authority to act on behalf of RMLG.

ARTICLE IX: FISCAL POLICIES

Section A. Fiscal year:

1. The fiscal year shall be from January 1 through December 31.

Section B. Accounting Principles:

1. The books and accounts shall be kept in accordance with current, sound financial principles and practices.
2. No one may profit financially from membership in RMLG by sales or solicitation of sales at meetings or workshops, however, RMLG, with discretion, may contract with members in their professional capacities.
3. No loans may be contracted on behalf of RMLG and no evidence of indebtedness may be issued in its name unless authorized by a resolution of a majority of officers. Such authority may be general or specific.

Section C. Rights of security:

1. RMLG shall have the right to retain all or part of any securities or property acquired by it in whatever manner, and to invest any funds held by it according to the judgment of a quorum (without being restricted to the class of investments), provided however, no action will be taken by or on behalf of RMLG if such action is prohibited or would result in denial of tax exemption statutes under section 503 or section 507 of the Internal Revenue Code as it now exists or as it may hereafter be amended.

Section D. Indemnification of officers:

1. Every person who is or has been a director, officer or agent of RMLG will be indemnified by RMLG against all costs and expenses reasonably incurred as a result of any action, suit or proceeding to which he or she may be made party by reason of his or her being or having been a director, officer or agent of RMLG, except in such matters where he or she shall be judged to have acted improperly or in bad faith. "Cost and expenses" will include attorney's fees, damages and reasonable amounts paid in settlements.

ARTICLE X: PARLIAMENTARY AUTHORITY

Section A. Rules of Order:

1. Robert's Rules of Order (Henry M. Robert III and others, *Robert's Rules of Order Newly Revised*, 10th ed. Cambridge, Mass., Perseus Publishing, 2000) shall govern the proceedings in all cases not provided for in these bylaws.

ARTICLE XI: AMENDMENTS

Section A. Amendment:

1. These bylaws may be amended or revised by a quorum at any regular or special meeting provided that a copy of the amendment or revision has been distributed to each voting member of RMLG prior to that meeting.

ARTICLE XII: DISSOLUTION

Section A. Dissolution

1. No director or employee of any member of RMLG or any other private individual shall receive at any time any of the net earnings or profit from the operation of RMLG.

2. In the event of the dissolution of RMLG, all assets shall be assigned to an organization chosen by the members in accordance with section 501 c (3) of the Internal Revenue Code.