BYLAWS OF CHEYENNE HERITAGE QUILTERS

ARTICLE I - Name, Organization, Offices and Purpose

Section 1.1 NAME: The name of the organization shall be the Cheyenne Heritage Quilters (CHQ).

Section 1.2 ORGANIZATION: CHQ is a quilting guild incorporated in Wyoming as a non-profit corporation under the Wyoming Non-Profit Corporation Act, that is organized and operated exclusively for charitable and educational purposes within Section 501(c)(3) of the Internal Revenue Code of 1986, as now in effect or as may hereinafter be amended, or the corresponding section of any future tax code.

Section 1.3 OFFICES; REGISTERED AGENTS: The principal office of CHQ shall be located within the State of Wyoming at such place as its Board of Directors designates. CHQ shall have and maintain within the State of Wyoming a registered agent whose business address is identical with the registered office of CHQ. The Board of Directors will designate the registered agent.

Section 1.4 PURPOSE: The purpose of the CHQ shall be to encourage and broaden quilters' creativity and share with others their quilting knowledge and contribute charitable and educational experiences to the community.

ARTICLE II - Membership

Section 2.1 QUALIFICATIONS: Membership shall be open to all who have interest in the craft of quilting art without regard for race, nationality, gender, age or religion. A member is one whose current dues are paid.

Section 2.2 MEMBERSHIP YEAR: The membership year shall be from January 1 through December 31.

Section 2.3 ANNUAL MEMBERSHIP MEETING: The Annual Membership Meeting of CHQ shall be held annually during the fourth quarter of the year or as otherwise determined by the Board of Directors.

Section 2.4 GENERAL MEMBERSHIP MEETING: General Membership Meetings shall be held at least monthly unless extenuating circumstances arise.

ARTICLE III - Dues and Fiscal Year

Section 3.1 DUES: Annual dues are non-refundable.

Section 3.2 PAYMENT: Dues shall be payable on or before January 1 of each fiscal year. New member dues being paid after October 1 will be carried over to cover the next year's membership.

Section 3.3 GRACE PERIOD: Members shall be allowed a 30-day grace period to pay dues, after which time they will be removed from the membership roster.

Section 3.4 FISCAL YEAR: The fiscal year for CHQ shall be January 1 through December 31.

ARTICLE IV - Board of Directors

Section 4.1 BOARD OF DIRECTORS: The Board of Directors shall consist of all duly elected officers, a Past President and Committee Chairs. No CHQ member will hold more than one position on the Board of Directors.

Section 4.2 EXECUTIVE BOARD: The Executive Board shall consist of all duly elected officers and a Past President.

Section 4.3 COMMITTEE CHAIRS: Committee Chairs are volunteers.

Section 4.4 DUTIES OF THE BOARD OF DIRECTORS:

A. Manage the business and affairs of CHQ by exercising all such powers of CHQ and lawful acts as are permitted by statute or by these By-laws.
B. Review the financial records of CHQ monthly.
C. Review position descriptions annually.
D. Perform other duties as specified in the By-Laws and the Policies and Procedures.

Section 4.5 REMOVAL OF BOARD MEMBERS: A member of the Board of Directors may be removed from office for legal cause.

Section 4.6 QUORUM: A majority of the Executive Board of Directors must be present, for the Board of Directors to meet and conduct business.

Section 4.7 BOARD OF DIRECTORS COMPENSATION AND REIMBURSEMENT OF EXPENSES: Members of the Board of Directors shall not receive pay or compensation from CHQ for services rendered. Board Members are not to be reimbursed to attend events they would otherwise attend.

Sections 4.8 PROPERTY INVENTORY: CHQ will keep a list of all items owned by the organization, such as, but not limited to: irons, ironing boards, fabric, quilt stands, banners, audio equipment, etc..

Section 4.9 DONATION REQUESTS: Review any proposal, including but not limited to, any project, monetary request, contract, grant acceptance, or other binding agreement to assure that it is consistent with the objectives of the CHQ and is financially feasible.

ARTICLE V – Executive Board (Officers)

Section 5.1 OFFICERS: The officers of CHQ shall be President, Vice President, a Past President, Secretary, Treasurer. These offices shall be held by a current member of CHQ, will exercise voting privileges at board meetings and may not simultaneously hold another office or chair another committee, and shall be known as the Executive Board.

Section 5.2 TERM OF OFFICE: The term of office for President, Vice President, Past President, Secretary, and Treasurer shall be two (2) years, however they cannot be reelected for a consecutive term for the same position. The President and Secretary, and the Vice President and Treasurer will be elected on alternate years. The President, Vice President, Past President, Secretary, and Treasurer will assume duties at the beginning of the fiscal year, until the end of their term or until a successor is elected or appointed, or until death, resignation, or removal. In the event that an open position is not filled at the annual election, the board may appoint a member to fill the position, conduct a special election, or accept the nomination of a previous Board position.

ARTICLE VI - Committees

Section 6.1 GENERAL COMMITTEE PROVISIONS: The Board of Directors may appoint committees as appropriate.

Section 6.2 COMMITTEE REPORTS: The Committee Chair shall keep records of their committee's activities monthly and a report will be submitted to the Board and at the end of the activity or annually.

Section 6.3 STANDING COMMITTEE PROVISIONS: If not present at Board meetings the chair shall submit the report in writing prior to the meeting.

Section 6.4 RESIGNATIONS: Committee Chairs may resign at any time upon written notice to CHQ.

ARTICLE VII – Nominations and Elections

Section 7.1 NOMINATIONS: In the third quarter, the President shall appoint a Past President to preside over nominations and elections. No active member shall be nominated who has not given consent to serve.

Sections 7.2 ELECTIONS: At the Annual meeting, a Past President shall accept nominations from the floor of one or more active member candidate(s) for each open office to be filled. Elections shall be by ballot.

ARTICLE VIII – Transactions of CHQ

Section 8.1 CHECKS; NOTES; CONTRACTS; DEPOSITS: The Treasurer, President or designee shall be authorized on CHQ's behalf to (a) sign checks, drafts and other orders for payment of money, (b) enter into contracts, or (c) execute and deliver documents and instruments. All funds of CHQ shall be deposited to the credit of CHQ.

Section 8.2 EXPENDITURES: The Board of Directors is authorized to expend CHQ funds and any budgeted items to fulfill the purpose of CHQ. A year-to-date financial statement and annual budget shall be available for review by CHQ members. Any new budget item (line item in financial statement) will need to be approved.

ARTICLE IX – Amendments

Section 9.1 REVISION OF BYLAWS: A committee will be appointed by the President to review the Bylaws at least every 3 years.

ARTICLE X – Dissolution

Section 10.1 Dissolution: Upon dissolution of Cheyenne Heritage Quilters, assets shall be distributed in accordance with the Articles of Incorporation and the laws of the State of Wyoming to one or more exempt organizations with purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code and shall be distributed to other nonprofit organizations as determined by the Executive Board.