

ILLINOIS PRAIRIE WEAVERS GUILD

BYLAWS

Article 1: Name

The name of this organization shall be "Illinois Prairie Weavers Guild NFP", although it may be referred to from time to time as "Illinois Prairie Weavers" or "Illinois Prairie Weavers Guild" ("the Guild").

Article 2: Objectives

The objectives of the Guild are:

- to extend opportunity of weaving in our lives;
- to increase our knowledge of weaving;
- to improve our weaving skills; and
- to inspire one another by sharing our experience and knowledge.

Article 3: Policies

3.1 The purpose of the Guild is educational.

3.2 The Guild is a not-for-profit association of individual weavers and textile artists wishing to share their resources and advance their creative objectives.

3.3 The Guild members serve the Guild as Coordinators, Study Group Representatives and Directors solely as volunteers of their time and energy, and do not receive any remunerative benefit from the Guild's financial resources for serving in these positions.

3.4 The members intend:

(a) that the Guild qualify as an exempt organization under Section 501(c)(7) of the Internal Revenue Code;

(b) that the Guild's Bylaws, Standing Rules and any other statements of policy be interpreted as complying at all times with the requirements of being so exempt; and

(c) to amend the Bylaws, Standing Rules or statements of policy from time to time as we become aware of changes in those requirements.

3.5 The Guild does not participate in political campaigns, nor does it engage in any kind of lobbying activity pertaining to proposed or existing legislation.

3.6 The Guild does not sell goods or perform services to produce income. The members are in no way prohibited by the Guild from pursuing their individual activities which may produce personal income.

3.7 The name of the Guild shall not be used in any connection with any commercial or partisan interest or for any purpose other than the regular work of the Guild and its programs for the Guild members.

3.8 The Guild neither purchases nor sells or provides alcohol at any time.

Article 4: Membership, Dues and Meetings

4.1 Any person, without discrimination, who has a sincere interest in weaving and willingness to participate in activities and to share knowledge may become a member upon payment of dues.

4.2 Dues are payable annually and are collected by June 30 for the coming Guild program year. The Standing Rules establish the amount of dues and may provide for reduced dues for new members joining the Guild midyear.

4.3 A regular meeting of the Guild shall be held on the second Tuesday of each month, except July and August, unless otherwise decided by the Guild members or the Board of Directors.

4.4 The June meeting of the Guild shall be the Annual Meeting, at which any annual reports by Directors and Coordinators shall be received by the membership, new directors installed, and any amendments to these Bylaws shall be brought to a vote.

Article 5: Board of Directors

5.1 The primary governing body of the Guild is a Board of Directors, which shall:

- (a) oversee the objectives, policies and activities of the Guild;
- (b) arrange educational programs for the meetings of the Guild;
- (c) see to the security of the Guild's financial resources, including, but not limited to:
 - (i) recommending an annual budget for the forthcoming Guild operating year, which shall be approved by a vote of the members at a regular Guild meeting in April, May or June;
 - (ii) recommending a financial policy for managing the Guild's finances, which policy shall be approved by a vote of the members; and

(iii) seeing that the Treasurer's books are reviewed annually after the close of the fiscal year;

(d) transact necessary business between Guild meetings, or as may be referred to it by the Guild; and

(e) meet or communicate as necessary to perform these responsibilities.

5.2 The members of the Board of Directors shall be elected by the Guild, and shall be: President, First Vice President; Second Vice President, Secretary, Treasurer, and other directors as may be elected. The First and Second Vice Presidents shall act as Program Chairs. By State law, there shall always be at least three directors.

5.3 By State law, there shall always be a Registered Agent of the Guild, and a declared, specific place of business of the Guild. Therefore, there shall always be a director serving as the Board of Directors' Compliance Agent, who shall serve as the Registered Agent of the Guild, and whose legal address shall also serve as the legal place of business of the Guild. The Compliance Agent shall be primarily responsible for filing any State or federal annual reports and returns required for maintaining the Guild's not-for-profit status.

5.4 The privilege of holding office as a director shall be limited to members in good standing, who have been members for at least one year. The term for a director is one year. No President, First Vice President, Second Vice President, Secretary or Treasurer shall be eligible to hold the same office for more than two consecutive terms. Any director is eligible to serve as the Board of Directors' Compliance Agent for five consecutive terms.

5.5 The directors shall be elected annually in May, and installed at the conclusion of the June business meeting.

5.6 Vacancies on the Board of Directors may be filled by the Board of Directors to serve until the next Annual Meeting.

Article 6: Administrative Board

6.1 The administrative body of the Guild is an Administrative Board, which shall see to the day-to-day running of the Guild for the benefit of the Guild and its members. This shall include, but is not limited to:

(a) making the monthly meeting welcoming and comfortable;

(b) keeping track of the Guild's membership;

(c) maintaining the Guild's physical resources, such as the library and equipment;

- (d) communicating information and opportunities to the members through such things as emails, newsletter and the yearbook;
- (e) communicating beyond the Guild about the Guild and its activities;
- (f) addressing issues or opportunities referred to it by the Board of Directors;
and
- (g) meeting as necessary to perform these responsibilities.

6.2 The Administrative Board shall consist of the Board of Directors, any Coordinators appointed by the President, and any Study Group Representatives selected by a study group.

6.3 Coordinators are member volunteers appointed by the President from time to time to facilitate the administration of Guild Business. There are no terms or term limits for Coordinators.

6.4 The President shall convene an Administrative Board meeting as soon as possible after the June annual meeting to see to the planning of the coming year's programs.

Article 7: Nominating Committee

7.1 The Nominating Committee consists of the representatives from the study groups and any ad hoc members appointed by the President. The President does not serve on the Nominating Committee. The Nominating Committee begins meeting in January or February to recruit qualified members of good standing to serve in all the elected positions for the guild in the coming program year.

7.2 The Nominating Committee shall report at the April regular meeting, presenting a slate with at least one name for each position. Elections are held at the May regular meeting. Additional nominations may be made from the floor.

Article 8: Fiscal Year

The fiscal year shall begin on July 1 of each year and conclude on June 30 of the following year.

Article 9: Governance Provisions

9.1 The rules contained in the most current edition of Roberts' Rules of Order shall govern the Guild in all cases in which they are applicable and not inconsistent with the Guild's Bylaws and Standing Rules.

9.2 A simple majority of members present at a meeting will approve motions and recommendations, except as otherwise provided in these Bylaws or the Standing Rules.

9.3 Directors are elected by a majority of the members present at the May meeting. Notice of the election shall be presented to the members at the April meeting. Notice also shall be circulated electronically no later than one week after the April meeting.

9.4 These Bylaws may be amended by a two-thirds vote of the members present at the June Annual Meeting. Notice of any proposed amendment shall be presented in writing at the May meeting. Notice also shall be circulated electronically no later than one week after the May meeting.

Approved by Guild vote, June 11, 2019.