

WHO WE ARE AND HOW WE WORK

THE KANATA QUILT GUILD CONSTITUTION

Article 1: Name

This organization shall be called the **KANATA QUILT GUILD** (KQG).

Article 2: Purpose and Objectives

The KQG is a not-for-profit organization whose members organize and operate exclusively for the pleasure of quilting. The purpose of the KQG is to:

1. Promote educational activities through speakers at meetings, workshops, demonstrations;
2. Provide knowledge and enjoyment of quilting by sharing resources and expertise;
3. Promote the art of quilting;
4. Foster the spirit of fellowship in sharing ideas and talents in the quilting field; and
5. Participate in charitable projects.

Article 3: Membership

1. Membership is open to all persons interested in quilts and quilting.
2. Membership period will be July 1 to June 30 of each year. Membership commences with the payment of the annual dues.
3. Membership fees, collection schedule and number of members will be determined by the Executive, and approved by the majority of the members present at an Annual General Meeting.
4. Members are eligible to vote, hold office and participate in guild activities.
5. Visitors are welcome and will be charged a visitor fee payable at each meeting attended.
6. Personal contact information of members is collected solely for the use of guild-related activities. The management of this information will conform to the Canadian Freedom of Information and Privacy Acts as applicable to not-for-profit organizations.

Article 4: Executive Duties

1. The Executive has the discretionary power to take action on behalf of the Kanata Quilt Guild members and to conduct its general business.

2. The Executive will consist of the President, Vice President, Treasurer, Secretary, Program Director, Membership Co-ordinator, and Communications Manager and will be responsible, as appropriate, for the day-to-day operations of the guild. The Executive may add additional positions as necessary to cover the activities of the KQG, and may include Block of the Month, Raffle, Refreshments, Fat Quarters, Quilties, Workshops, etc. as deemed necessary. The immediate Past President will participate as an ex-officio (non-voting) member of the Executive.
3. The President will determine the number and timing of the Executive meetings. There must be at least one Executive meeting a year. To the extent possible, the Executive will operate by consensus. When a vote is required, each Executive position will be allocated one vote, and decisions require a majority of the votes.
4. Executive members may serve one or more two-year terms. Elections/nominations will be staggered to benefit from the experience of both continuing and new members. The term of the Executive positions shall be from July 1 to June 30, to allow for sufficient time to plan the following year's activities.
5. The election of officers will take place by secret ballot at the Annual General Meeting, unless the positions are filled by acclamation. A simple majority of the votes of members present will determine the successful candidate. In the event of a tie, a new vote will be held to determine the successful candidate.
6. Should an Executive position be vacated mid-term, the Executive will seek volunteers from the general membership, to finish the term.
7. Executive members shall abstain from discussions or votes where personal or business interests may conflict with the interests of the KQG.
8. The Executive may establish Committees to organize specific activities required to conduct KQG activities.
9. The Executive will provide position descriptions to outline the details of each position.

Article 5: Meetings

1. There will be monthly meetings of the KQG from September to June.
2. There will be one Annual General Meeting a year, and its business will include the election of the new Executive, any amendments to the Constitution, and any other business requiring approval by the membership. Reports from the President, Treasurer and others as necessary will be presented and filed as written reports in the minutes.
3. A quorum will constitute the paid members present at a monthly meeting or at the Annual General Meeting.

Article 6: Financial Accountability

1. The President and Treasurer are accountable to the full membership for the management of the fees collected from the members. The signing authority of the guild will be the President or the Treasurer. The Executive may set a limit for a cheque amount that requires two signatures, the Treasurer and one other executive member, and the approval of the general membership. The limit is set at \$1000.00 for charitable donations and other disbursements, except for payments of rent, payments required for Retreats run by the Kanata Quilt Guild, or for funds held in trust for the members (i.e. bus tour). The signing authority will be updated annually after the elections.
2. The fiscal year will be July 1 of each year to June 30 of the following year. An annual Financial Statement will be prepared by the end of July. Two members of the KQG will be asked to review the financial statement on behalf of the membership.
3. KQG will be funded by the annual dues of members and other funds raised by activities approved by the Executive.
4. The Treasurer will prepare a budget for the start of the new season, covering the budgets for each program area as required. This will be reviewed and approved by the Executive. This budget and budget updates will be presented to the members on a regular basis. Expenses that are incurred in carrying out the responsibilities of the Executive positions, or at the request of the President or Treasurer, will be reimbursed upon presentation of actual receipts.
5. All events and activities approved by the Executive will be granted an operating budget, to be ratified by the executive. Expenditures within the limits of the budget shall be the responsibility of the activity or event organizer chairperson. Expenditures beyond the budget amount must be approved by the President or Treasurer.

Article 7: Constitution.

1. This Constitution may be supported by by-laws covering specific activities.
2. Articles of the Constitution will be reviewed as necessary by the Executive. Amendments will be proposed for discussion at the Annual General Meeting.
3. Notice of proposed amendments to the Constitution will be circulated by email to the membership at least 28 days prior to the Annual General Meeting.
4. The Constitution will be passed, amended or repealed by a majority vote of the membership present at the Annual General Meeting.

Article 8: Dissolution

The KQG will cease to exist when a majority of the membership votes to dissolve the organization. In the event of dissolution, all remaining assets, after necessary expenses, shall

be returned to the members, or distributed to another not-for-profit organization as proposed by the Executive and approved by the membership.

Adopted in a vote by a majority of the members at the Annual General Meeting, May 8, 2013.

Summary of Amendments

2013-05-13 Constitution adopted.

2017-05-11 Deleted Art. 5.2 calling for meetings to be held during the morning of the second Wednesday of the month.

Art. 6.1 Circumstances in which a cheque for more than \$1000 will not require two signatures are: payments required for Retreats run by the Kanata Quilt Guild, or for funds held in trust for the members (i.e. bus tour).

2019-05-09 Art. 6.1 It was decided to allow cheques for amounts greater than \$1000 to be issued without a vote of the membership for expenses such as payments of rent, payments required for Retreats run by the Kanata Quilt Guild, or for funds held in trust for the members, but charitable donations greater than \$1000 are still to be brought to the membership for approval.

2020-09-10 Deleted Art. 4.6 which prohibited Executive members from holding a position for more than two consecutive two-year terms.

2022-09-08 Art. 4.2 Added two positions to the Executive: Membership Co-ordinator and Communications Manager.

Art. 4.4 Changed the first sentence to clarify that Executive members may serve multiple two-year terms.