

NASHOBA VALLEY WEAVERS' GUILD
BY-LAWS

December 2015

ARTICLE I NAME

The name of this organization shall be the Nashoba Valley Weavers' Guild, hereafter referred to as the Guild.

ARTICLE II PURPOSE AND AIM

The purpose of this organization shall be to promote and stimulate interest in and knowledge of handweaving, and to provide opportunities for members to improve their skills in the artistic field of handweaving.

The aim is to provide a forum for weavers, and to educate and raise the general public's knowledge of handwoven goods through the process of shows, demonstrations, and sales while providing a forum for local weavers.

The Guild may maintain memberships in appropriate regional and national organizations related to handweaving as determined by the Board.

Although the Guild is not a non-profit organization, it shall be run as one.

ARTICLE III BOARD OF DIRECTORS

1. The Board of Directors (BOD) of the Guild, hereafter referred to as the Board, shall consist of Co-Chairpersons, Treasurer, Secretary, Communications Director, Publicist, Historian, Librarian, Hospitality Coordinator, Member(s)-at-Large, Website Manager, Program Director, and NEWS representative(s) (as required by the New England Weavers Seminar).
2. The Board shall act within the limits of these By-Laws to carry out the Guild's purpose and policies.
3. Vacancies shall be filled by the Board of Directors. Any Board member may be replaced by the Board of Directors for just cause.
4. Any other appointments or consultants, as deemed necessary by the Board, may be made by the Chairpersons with Board approval.
5. All Board members shall serve a two (2) year term. Consecutive terms are allowed. An individual may serve in more than one Board position simultaneously.
6. All Board members shall be members in good standing of the Guild.

ARTICLE IV DUTIES

1. The Chairpersons provide purpose and direction to the Guild, set the agenda for meetings, preside at all meetings of the Guild and the Board of Directors, and delegate and/or carry out other responsibilities as needed. The Chairpersons shall also contribute information to the Website/Blog, or the current method of Guild Communications, to inspire the Guild body.
2. The Treasurer will keep the financial record of the Guild according to standard bookkeeping procedures. In addition to the Treasurer, The Board will choose one or more other Board Member(s) to be co-signer(s) on the Guild's checking account. Financial reports will be given annually, no later than the October Board meeting of each year and will cover the Guild's previous fiscal year (July 1 – June 30). The Treasurer will be in charge of membership renewals, up-to-date member lists including names, addresses, phone numbers, and email addresses. The Treasurer also supervises the collection of money at Guild events and sales.
3. The Secretary will take the minutes of all Board of Directors meetings and distribute them as appropriate. The Secretary will conduct all correspondence needed upon the Guild's behalf, including thank you notes to all guest speakers.
4. The Communications Director will ensure that all guild activities are posted to the website/blog and/or other current communications channels in a timely fashion.
5. The Publicist will write articles and submit them to local and /or online publications telling of Guild activities, publicize events, create computer graphics for materials, and conduct related activities.
6. The Historian will keep a copy of all newsletters, newspaper articles, and pictures in an organized fashion. The Historian will also arrange for photography of Guild shows and demonstrations and special events as deemed necessary.
7. The Librarian will be responsible for keeping inventory of books, other educational and other library materials, making list of library holdings easily available to guild members, storing these materials, bringing requested items to meetings, and keeping track of borrowed materials. Also, the Librarian will order new materials with the Board of Directors' approval.
8. The Hospitality Coordinator will be responsible for ensuring that refreshments are available for Guild meetings and other special events.
9. Members-at-Large will assist other board members by taking on specific tasks that are mutually agreed upon, and by helping to bring new ideas to the board.

10. The Program Director will be responsible for coordinating the speakers, programs, and equipment in consultation with the Board. The Program Director will also maintain a list of contacts used in the position and will provide a description of each program for publicity purposes (website, etc).
11. The Website Manager will maintain the website under the direction of the Board of Directors, including uploading new information to webpages as needed, and updating member access to the website at least annually.

ARTICLE V MEMBERSHIP

1. There shall be two types of memberships: Active and Honorary
2. Active members may include weavers, spinners, dyers and those interested in the Guild and its aims.
3. Honorary members shall be named with Board approval.
4. The treasurer will send out the list of active members to all members in October.

ARTICLE VI DUES

1. Active members shall pay an annual fee, to be determined by the Board.
2. Honorary members shall be exempt from dues.
3. The treasurer will send out a request for dues in June. Members, whose dues remain unpaid after the October meeting, shall be considered to have resigned.

ARTICLE VII MEETINGS

1. Guild meetings shall be held each month during the program year (September – June). The November and December meetings will be combined into one.
2. Board of Directors' meetings shall be held each month during the program year (September – June), unless otherwise indicated. Business between meetings may be conducted through email.
3. Special meetings may be called by the Board of Directors as deemed necessary.
4. Twenty-five percent of the membership shall constitute a quorum at any Guild meeting.

5. Three members shall constitute a quorum for the Board of Directors meetings.

ARTICLE VIII NOMINATING COMMITTEE/ELECTIONS

1. The Nominating Committee shall consist of Board members whose terms are not up for election.
2. The Nominating Committee shall nominate candidates to serve a two (2) year term as follows:
 - a. Odd year
 - One Co-Chairperson
 - Program Director
 - Communications Director
 - Secretary
 - Publicist
 - NEWS Representative
 - Member(s)-at-Large
 - b. Even years
 - The “other” Co-Chairperson
 - Treasurer
 - Historian
 - Hospitality Coordinator
 - Librarian
 - Website Manager
3. All nominations shall be voted on at the annual Guild meeting in June and officers elected by a majority vote.

ARTICLE IX PARLIAMENTARY AUTHORITY

1. The rules contained in “Roberts Rules of Order Revised” shall govern these proceedings of this Guild in all cases to which they are applicable and in which they are not inconsistent with these By-Laws.

ARTICLE X AMENDMENTS

1. These By-Laws may be altered, amended or repealed in whole or in part at any meeting of the Guild by a two-thirds vote of the members present and voting, provided the action proposed to be taken, shall have been presented in writing or via email to the members at least two weeks prior to the Guild meeting.

ARTICLE XI DECISION TO DISSOLVE

The dissolution of the Guild may be authorized at a meeting of the membership upon the adoption of a resolution to dissolve by a majority vote of members present.

ARTICLE XII PAYMENT OF LIABILITIES AND
DISTRIBUTION OF ASSETS

Upon dissolution, all liabilities and obligations of the Guild shall be paid, satisfied and discharged, or adequate provisions shall be made therefore. Any remaining assets shall be liquidated and/or distributed to a non-profit organization or fund that is organized and operated exclusively for charitable or educational purposes. 501(c)(3) status is not required for the non-profit or fund to be a recipient. The specific organizations and/or funds shall be recommended by the Board and approved on a majority vote of the members present at the time of dissolution.