

**By-Laws of**  
**Contemporary Quilt and Fibers Artists**

**Established November 9, 2009**

**Original Bylaws Approved November 9, 2009**  
**Revised January 10, 2011**  
**Revised January 13, 2020**

**By-Laws**

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# **Contemporary Quilt and Fiber Artists**

## **Cincinnati, Ohio**

# **By-Laws**

**Established November 9, 2009.**

**Member-approved revisions made January 10, 2011, and January 13, 2020**

### **Article I. Name**

The name of this organization shall be Contemporary Quilt and Fiber Artists (hereafter referred to as CQAFA).

### **Article II. Purpose**

The purpose of CQAFA is:

- Section 1. To promote contemporary fiber arts focusing on art quilts, surface design, and fiber manipulation.
- Section 2. To provide opportunities to interact with other contemporary fiber artists who focus on art quilts, surface design, and fiber manipulation.
- Section 3. To motivate, stimulate, and inspire creativity in the fiber arts through an exchange of ideas, techniques, and information.
- Section 4. To embrace the growth and development of new skills in fiber media.
- Section 5. To encourage participation in continuing education opportunities within and outside CQAFA.
- Section 6. To arrange venues for members to exhibit fiber art.

### **Article III. Non-Profit**

CQAFA shall be not-for-profit. No part of its earnings shall inure to the benefit of a member, but shall be used exclusively for the purposes of the organization. Inurement is the improper diversion of the organization's net earnings, by persons with substantial influence over the organization, for their private benefit or that of related parties (such as family members).

### **Article IV. Membership**

- Section 1. Membership shall be open to anyone interested in contemporary quilting and other fiber arts and who subscribes to the purposes of CQAFA. CQAFA shall not discriminate on the basis of race, color, religion, national origin, age, sex, sexual orientation or disability.

- Section 2. Annual membership dues (January to December) shall be recommended by the Board and approved by voting members and shall be payable beginning in October for the following calendar year. Members who have not paid dues by February 1 will be dropped from membership.
- Section 3. Dues for new members (those who have never been a member previously) joining after June 30 shall be charged one half of the annual dues rate.
- Section 4. Membership Expectations
- a. Members shall attend meetings and share their artwork.
  - b. Members shall be hospitable and courteous to other members and guests, listen attentively to speakers and presenters, and refrain from talking during meetings unless called on by the presiding officer.
  - c. Members shall support fellow members in all stages of their artistic development while pursuing their own unique artistic voices.
  - d. Members are strongly encouraged to exhibit their artwork at CQAFAs shows.
  - e. Each member shall serve on at least one committee and volunteer to help organize, market, facilitate, etc. CQAFAs events, workshops and exhibits.
  - f. Members shall demonstrate a willingness to learn new techniques and skills; to facilitate workshops; to share, demonstrate, and teach skills and techniques; and to attend workshops planned by the Workshop Committee.
  - g. Members shall create original and imaginative artwork as they nurture contemporary artistic viewpoints.
- Section 5. Membership lists shall not be disclosed, distributed, or sold and are for the express use of members only.
- Section 6. The Board may adopt and subsequently amend a membership policy that shall serve as the guide for any membership matters not specifically addressed in the By-laws.

## **Article V. Meetings**

- Section 1. General Meetings
- a. The general membership shall meet once each month, at a time and place to be determined by the Board.
  - b. All members present shall constitute a quorum for the purpose of conducting business.
- Section 2. Board Meetings
- a. An organizational meeting of the Board shall be held after new officers assume their responsibilities and at a time and place determined by the new President.

- b. Other meetings of the Board may be held as necessary at the request of any officer and at a time and place determined by the officer requesting the meeting.
- c. Chairpersons of standing committees are ex officio (non-voting) members of the Board and are expected to attend the organizational meeting of the new Board as well as any other Board meetings relating to their committee business.
- d. Board meetings may be held in person, by telephone, email, or by any technical means of communication.
- d. A majority of the Board shall constitute a quorum for the transaction of business.

## **Article VI. Officers and Board**

Section 1. The Board shall consist of the President, Vice President, Secretary, and Treasurer.

Section 2. Elections

- a. Officers shall be elected at the December meeting and shall serve one-year terms beginning January 1 and continuing through December 31 or until their successors are elected.
- b. Officers may be re-elected to the same office or to another office after their term expires.
- c. The Nominating Committee shall report a slate of nominees at the November general meeting at which time nominations from the floor for all positions shall be taken.
- d. Officers shall be elected at the December meeting and shall be decided by a simple majority of those present and voting. If there is more than one nominee for an office, voting shall be by secret written ballot.

Section 3. Officers shall be members in good standing with all current dues paid in full.

Section 4. Duties of Officers

a. The President

- (1) Shall conduct general and board meetings.
- (2) Shall establish ad hoc committees as needed.
- (3) Shall prepare and disseminate to all members agendas of general and board meetings.
- (4) Shall perform any other duties incidental to the position.

b. The Vice-President

- (1) Shall serve as chairperson of CQAFA's major annual ~~quilt~~ show
- (2) Shall conduct general and board meetings in the absence of the

- President.
- (3) Shall assume the office of President if she/he is unable to complete her/his term.
  - (4) Shall perform any other duties incidental to the position.

c. The Secretary

- (1) Shall record minutes for all general and board meetings, or shall arrange for the recording of minutes if absent.
- (2) Shall disseminate meeting minutes to all members.
- (3) Shall be responsible for any correspondence that does not relate specifically to an activity or responsibility of another officer or committee.
- (4) Shall maintain a file of the minutes, correspondence, by-laws, committee reports, and all other non-financial records, and shall transfer these records to her/his successor.
- (5) Shall perform any other duties incidental to the position.

d. The Treasurer

- (1) The treasurer, along with the board, shall present an annual budget for membership approval in January of each year.
- (2) Shall receive all dues paid to the Membership Chairperson, shall collect any other money owed to CQAFAs, and shall deposit all such funds to CQAFAs accounts.
- (3) Shall be responsible for the disbursement of all funds, subject to the following restrictions:
  - Expenditures of \$100 or less require the approval of the Treasurer or the President.
  - Expenditures over \$100 require Board approval.
  - Expenditures of 25% or more of the total funds in the treasury require approval of the general membership.
- (3) Shall arrange for the President and the Treasurer to be designated as authorized signatories of all CQAFAs accounts.
- (4) Shall maintain all financial records and present a report at monthly membership meetings. If absent, shall furnish a report to the secretary for inclusion in the monthly meeting minutes.
- (5) Shall perform any other duties incidental to the position.

Section 5. Vacancies

- a. Should a vacancy occur in the office of President, the Vice President shall assume the office.
- b. Officer and committee chairperson vacancies, except for the office of President, shall be filled by the Board.

## **Article VII. Committees**

- Section 1. All Standing Committees shall be appointed by the President and may consist of as many members as deemed appropriate.

- a. Membership Committee
  - (1) Shall receive dues of new and renewing members and transfer them to the treasurer.
  - (2) Shall be responsible for maintaining a roster of current members in good standing.
  - (3) Shall supervise production of a written annual roster of members and their contact information.
  
- b. Nominating Committee
  - (1) Shall obtain nominees for offices.
  - (2) Shall report the slate of nominees at the November general meeting.
  
- c. Programs Committee
  - (1) Shall plan and arrange workshops, demonstrations, and field trips for the benefit of fellow members.
  - (2) Shall present an annual plan of events and associated required budget.
  - (3) Shall disseminate all necessary information to members regarding such opportunities.
  
- d. Social Committee
  - (1) Shall make arrangements for social programs, such as potlucks, parties or other social events.
  - (2) Shall notify members of the time and place of social events and provide directions to the venue.
  - (3) Shall serve as hosts to new members and visitors, to answer questions and help them assimilate.
  
- e. Archive Committee
  - (1) Shall make arrangements for photographing work displayed at general meetings, and for disseminating photographs to members.
  - (2) Shall maintain a detailed history of CQAFA activities and individual member activities through the collection of photographs, newspaper and magazine articles, brochures, pamphlets, DVD's, and any other pertinent documents.
  - (3) Shall make archival records available at all public CQAFA events.
  
- f. ArtReach Committee
  - (1) Shall collect and disseminate to members a roster of exhibitions, classes, lectures, and other fiber-related activities that includes contact and other pertinent information.
  - (2) Shall research appropriate venues and make arrangements for members to exhibit their artwork.
  
- g. Audit Committee
  - (1) Shall review the financial records for accuracy following the closing of the

- account ledger on December 31 of each year.
- (2) Shall be available for any counsel requested by the Treasurer or the Board.

h. Publicity Committee

- (1) Shall handle publicity for all CQAFAs shows, workshops and other events.
- (2) Shall update and distribute the CQAFAs brochure on a regular basis.

i. Technology Committee

- (1) Shall update and maintain the CQAFAs website.
- (2) Shall maintain the CQAFAs Facebook page.
- (3) Shall build and maintain a list of the emails of non-CQAFAs members, created from sign-ins at CQAFAs events and from website inquiries, and provide the list to the publicity committee.
- (4) Shall assist members with accessing the website member's only pages.

Section 2. Ad Hoc Committees shall be appointed by the President as deemed appropriate.

### **Article VIII. Fiscal Year**

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

### **Article IX. Limitation of Activities**

The affairs and activities of CQAFAs shall always be conducted in such a manner that no part of its earnings shall accrue to the benefit of any member, officer, or other individual; that no substantial part of its activities shall be the carrying on of propaganda or otherwise attempting to influence legislation; and that it shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

### **Article X. Parliamentary Authority**

The most recent edition of Robert's Rules of Order shall be the authority in all questions of parliamentary procedure.

### **Article XI. Amendments**

The By-Laws may be amended at any regularly scheduled general meeting by a simple majority vote of those present and voting. Members shall be notified of the proposed change at least 10 days prior to the meeting.

### **Article XII. Dissolution**

In the event of dissolution, all assets, real and personal, and all monies remaining after the payment of all liabilities, shall be distributed to any non-profit organization chosen by the members that is qualified as tax-exempt under Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of future U.S. Internal Revenue laws.