

BYLAWS
SUNBONNET SUE QUILT CLUB OF THE OLYMPIC PENINSULA SEQUIM, WASHINGTON
Revised October 2021

ARTICLE I

Name

The name of this organization shall be Sunbonnet Sue Quilt Club of the Olympic Peninsula. Sunbonnet Sue Quilt Club (the club) is recognized as a 501(C)(3) non-profit organization per IRS Code 43256.215-B. The tax identification number is 91-1335514.

ARTICLE II

Purpose

The purpose of this organization is to share our experience and knowledge of quilting. The Club is organized for educational purposes and to promote and support quilting activities, to encourage quilt making and related items, and to study quilting techniques and patterns through educational classes, meetings, and travel.

ARTICLE III

Membership – Dues – Meetings

Section 1. Membership shall be open to anyone who is interested in the purpose of this organization and shall be admitted upon payment of an initiation fee and dues to activate membership.

Section 2. Members shall participate in and support the projects and activities of the organization and shall have the privilege of voting and holding office.

Section 3. Annual dues shall be as approved in the Standing Rules and are payable by the last day of January each year. If the annual dues are not paid by January 31, a late fee will be added.

Section 4. Business meetings of this organization shall be the second Wednesday of each month at a time and place designated by the Executive Board.

Section 5. The Board of Officers (the Board) may call a special or emergency meeting as needed.

Section 6. Meetings may be held in person and/or electronically.

ARTICLE IV

Board of Officers and Executive Board

Section 1. The Board shall consist of the President, two Vice Presidents, Secretary and Treasurer. The immediate Past President and Parliamentarian shall serve as advisors to the Board.

Subsection A. The Board shall have the power to act for the organization on all matters requiring immediate attention.

Subsection B. Officers shall serve for one year, but not more than two consecutive years in the same office.

Subsection C. Any Board decisions decided during meetings (held live or electronically) will be documented in the Board Minutes.

Subsection D. Members are welcome to attend Board meetings

Section 2. The Executive Board shall consist of the five elected officers, The President, Two Vice Presidents, Secretary and Treasurer.

Subsection A. The Executive board shall convene at the request of the President or of three officers. and for the purpose of legal or personnel matters. Minutes must be kept.

Section 3. The Board shall ensure that the Bylaws are reviewed annually.

ARTICLE V

Duties of Officers

Section 1. President. The President shall preside at business meetings and meetings of the Executive Board. The President shall appoint all Standing Committee Chairpersons and the chairpersons of any necessary Special Committees.

Section 2. Vice Presidents. One of the Vice Presidents shall preside at business meetings and meetings of the Executive Board in the absence of the President. The Vice Presidents shall be in charge of all inventories annually, special events, and field trips.

Section 3. Secretary. The Secretary shall keep written records of all board, business, and Executive Board meetings. The Secretary shall ensure that all business meeting records are posted on the club website and stored yearly in club file cabinet. The Secretary will conduct the correspondence of the organization as required.

Section 4. Treasurer. The treasurer shall keep accurate records of all funds and shall make a monthly written report reflecting income and expenditures. The Treasurer shall submit the books for review at the close of the term or at the request of the Executive Board. The Treasurer will ensure the Annual IRS Form 990 is complete and filed in a timely manner. The Treasurer will record all monetary donations over \$100, and any large non-monetary items, so acknowledgement letters may be sent at year end. This list will be retained for seven years.

ARTICLE VI

Conflict of Interest and Separation of Duties

Section 1. A board member may not vote on a proposal in which they would benefit privately.

Section 2. There is an absolute prohibition against 'private inurement.' In order for an organization to be recognized as a public charity by the IRS, no part of the net earnings of the organization may inure to the benefit of a private individual.

Section 3. The Treasurer oversees the checks and balances of financial transactions from fundraising.

Section 4. Fund raising amounts will be reported to the membership at the monthly business meetings.

ARTICLE VII

Nominations and Elections

Section 1. The Nominating Committee shall be appointed by the President and announced at the September meeting.

Section 2. The Nominating Committee shall select candidates for the offices of the President, two Vice Presidents, Secretary and Treasurer and present this slate at the October meeting and electronically.

Section 3. Officers shall be elected at the November meeting and will take office on January 1.

Section 4. Quorum for election of officers shall be by ten (10%) percent of the voting membership per Washington State Law.

Section 5. Officers may be recalled by a vote of the members only for cause, which is defined as a continued violation of these Bylaws.

ARTICLE VIII

Committees

Section 1. The Standing Committees of this organization are Education, Library, Membership, Newsletter, Quilt Show, Technology, and Community Quilts.

Section 2. The Board may create and dissolve Standing and Special Committees as warranted.

Section 3. The term of office for all Standing and Special Committee Chairpersons and Committee members shall be no more than two consecutive years. The Board of Officers shall have the right to extend a Committee Chairperson's term of office beyond the two-year limitation.

ARTICLE IX

Parliamentary Authority

Section 1. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

Section 2. The rules which govern the Club are in order: Federal Law, Washington State Law, Bylaws, Roberts Rules of Order current edition, then Standing Rules.

ARTICLE X
Amendments

Section 1. These Bylaws can be amended at any regular business meeting of the organization by a majority vote provided that the amendment has been submitted to the members at the previous business meeting.

Section 2. Any changes to these Bylaws will be recorded in the meeting minutes and updated in the posted Bylaws.

ARTICLE XI
Distribution of Assets

Section 1. If the Club becomes a non-viable entity (i.e. disbands), any and all assets including monies in checking, savings and/or Certificates of Deposits will be distributed by the Board to another 501(c)(3) organization(s) that meet the Internal Revenue Service's exempt purposes requirements.

Section 2. Members may provide names of organizations to the Board for consideration.

Section 3. The Board will report to membership the distribution of funds and assets.

ARTICLE XII
Records of Retention and Destruction Policy

The club will maintain a document retention and destruction policy.