

## BYLAWS OF THE MISSOURI BASKETWEAVERS GUILD

### ARTICLE I NAME AND LOGO

Section 1 The name of this organization shall be: Missouri Basketweavers Guild Inc.

Section 2 The official logo of the State organization shall be:



### ARTICLE II PURPOSE

Section 1 The purpose of this organization shall be to perpetuate the art of basketry, to stimulate interest and knowledge in all phases of basketry, and to promote public interest in the historic craft.

Section 2 This organization shall be non-partisan, non-sectional and non-sectarian, and shall wholly abstain from any political affiliations provided; however, nothing contained herein shall prevent this organization from supporting or opposing public issues of state, national or international significance.

Section 3 The Corporation is organized exclusively for educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

Section 4 No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

Section 5 No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the corporation 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.

Section 6 Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Taxes under section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

### ARTICLE III MEMBERSHIP

Section 1 Local Organization/Guild

- A. Affiliation with this organization shall be limited to any organized guild provided that the group shall have purposes consistent with those of this organization. Affiliation with the Missouri Basketweavers Guild is terminated if the local guild fails to meet requirements of these bylaws as determined by the Board of Directors (herein referred to as the Board). Each local guild shall designate its own name, set its own dues (optional) and must have at least three (3) members.
- B. Application for affiliation from a local guild shall be filed with the President of the Missouri Basketweavers Guild and be approved by the President and the Board. Application for affiliation shall include a copy of the local bylaws, officer designates or contact person, and date and location of meetings.
- C. New local guilds will be officially chartered at the Annual Convention General Business Meeting of the state organization.

- D. After affiliation with this organization, it is the local guild's responsibility to keep the Missouri Basketweavers Guild Newsletter Editor updated on local activities.

Section 2

Individual Member

- A. Active membership shall be accorded to any person eighteen (18) years of age or older interested in furthering the purpose of this organization upon payment of annual dues.
- B. In order to maintain membership, a member must remain in good standing. If the Missouri Basketweavers Guild Board determines a member not to be in good standing, membership in the association will be terminated by the Board.
- C. A member may lose good standing status and have membership terminated for conduct detrimental to the association at the sole discretion of the Missouri Basketweavers Guild Board.

Section 3

Lifetime Membership

- A. Lifetime membership shall be conferred upon a member who has completed the two-year term of President of the Missouri Basketweavers Guild.
- B. Lifetime membership shall be conferred upon a member who has chaired or co-chaired two annual conventions.

ARTICLE IV

DUES

Section 1

- A. The annual individual dues of this organization shall be \$20.00 payable September 1. Dues shall not be prorated and are not refundable. The membership year of this organization shall be September 1 to August 31.
- B. The fiscal year of this organization shall be January 1 through December 31.
- C. A member whose dues are delinquent ninety (90) days shall be suspended but may be reinstated upon payment of the full amount of dues.
- D. A Lifetime member does not pay dues.
- E. Dues shall be payable to the MBG and submitted to the Vice President or the Membership Chair if one is appointed.

ARTICLE V

GOVERNMENT

Section 1

The government of this organization shall be vested in the Missouri Basketweavers Guild Board of Directors (herein referred to as the Board) and the voting membership.

Section 2

Board of Directors

- A. The Board shall consist of the following members:
  - 1. Voting members: President, Vice President, Secretary, Treasurer, Chairman of the Board and two (2) At-Large Members.
  - 2. Non-voting members: Parliamentarian.
- B. Term of office shall be two (2) years for all Board members.
- C. The President, Vice President, Secretary and Treasurer will be elected in even-numbered years. The two (2) At-Large Members will be elected in odd-numbered years.

ARTICLE VI

OFFICERS AND THEIR DUTIES

Section 1

President shall:

- A. Be the official representative of this organization.
- B. Preside at all meetings and prepare written agendas.
- C. Appoint a Parliamentarian and other officers as prescribed (with the approval of the Board).
- D. Appoint Standing Committee chairpersons as prescribed in these bylaws.
- E. Supervise all state officers.
- F. Require officers and standing committee chairpersons to make written or oral reports at such time as are necessary.
- G. Be an ex-officio member of all standing committees except the Nominating and Election Committee and work closely with the Chairs of all standing committees.

- H. Be bonded in the amount of \$10,000.00, the cost of which shall be paid by this organization.
- I. Appoint qualified persons to fill vacancies in any officer or standing committee positions with the approval of the Board.

## Section 2

Vice President shall:

- A. Promote membership recruitment and activities across the state.
- B. Work closely with the President in all matters.
- C. If applicable, submit a proposed budget of expenses to the President for approval.
- D. Collect, record and make changes in membership information in order to keep the files of the membership updated for future mailings. Forward membership dues to the Treasurer. All membership responsibilities can be delegated to a Membership Chairperson.
- E. With the aid of the Parliamentarian, aid any local guild wishing to affiliate with the state organization.
- F. Send initial letters of welcome to all newly affiliated guilds following the annual convention.
- G. Distribute to all active members their state roster and state bylaws.
- H. In the absence of the President, perform the duties of that office.
- I. Update or contact any on-line web sites and other parties when it is found that they have incorrect information regarding our guild.
- J. Upon end of the President's complete term of office at the Annual Convention, present the outgoing President with a gift from the membership, cost of which is to be paid by this organization.

## Section 3

Secretary shall:

- A. Keep a complete record in a permanent file of all proceedings of this organization, its Board meetings and the Annual General Business Meeting. The minutes of all meetings shall be submitted to the President for review within fifteen (15) days after each meeting. The minutes of the annual business meeting shall be published in the next issue of Twining Times.
- B. Publish any proposed bylaw changes in the Twining Times no less than thirty (30) days prior to the General Business meeting at which the vote-to-approve will be taken. Incorporate into the bylaws all changes passed by the membership.
- C. Be responsible for publication of reports and official correspondence.
- D. Be responsible for the writing, publishing and distribution of the newsletter, Twining Times, on a quarterly basis (July, October, January, April) to all active members. Submit a proof of the newsletter to the President for approval and proofing. All newsletter responsibilities can be delegated to a newsletter chairperson. Keep a copy of each issue in the permanent file.
- E. Upon completion of two-year term of office, turn over all records and/or supplies and equipment to the incoming Secretary.
- F. If applicable, submit a proposed budget of Secretarial expenses to the President for approval.

## Section 4

Treasurer shall:

- A. Collect and disperse all funds upon receipt of vouchers, after receiving Presidential approval for any expenses over \$500. A written report shall be prepared and orally presented at the Annual Convention General Business Meeting and each Board Meeting. The Treasurer's report will be published quarterly in the Twining Times.
- B. Review and approve all vouchers for expenditures of the Missouri Basketweavers Guild. Keep on file all signed and approved vouchers, financial records and reports which will be turned over to the incoming Treasurer upon completion of two-year term of office.
- C. Be bonded in the amount of \$10,000.00, the cost of which shall be paid by the organization.
- D. Work with the other members of the Finance Committee to prepare an overall itemized budget for the ensuing year.

- E. Be responsible for submitting all necessary paperwork to the Internal Revenue Service in accordance with the rules and regulations pertaining to the 501(c)(3) status of this organization.
- F. Deposit all membership dues.
- G. Obtain the signature cards and forms from required officers to be submitted to the designated financial institution.
- H. If applicable, submit a proposed budget of Treasurer's expenses to the President for approval.

Section 5

Parliamentarian shall:

- A. Attend all meetings of the Board and the Annual Convention General Business Meeting to advise the presiding officer of parliamentary law upon request.
- B. Read and review the state bylaws and propose changes to be voted on by the general membership at the Annual Convention General Business Meeting (and Special General Membership Meetings if called).
- C. Oversee voting credentials at General Business Meetings and the Election meeting.
- D. Be a member of the Nomination and Elections Committee (if not a candidate for office).
- E. If applicable, submit a proposed budget of parliamentary expenses to the President for approval.

Section 6

At-Large Members shall:

- A. Attend all meetings of the Board, the Annual Convention General Business Meeting and any Special General Membership Meetings if called.
- B. Represent the general membership.
- C. Lend assistance and provide suggestions to the Board as requested by the President.
- D. If applicable, submit a proposed budget of expenses to the President for approval.

Section 7

Immediate Past President shall:

- A. Be the Chairman of the Board.
- B. Advise the Board when requested.
- C. Preside at General Business Meetings when the President and Vice President are unable to do so.
- D. Be chairperson of the Nominations and Elections Committee and preside at the Election portion of the Annual Convention General Business Meeting.
- E. Serve as State Historian. If the Chairman of the Board declines this duty, the President shall appoint another active member to serve in this capacity. The State Historian shall keep a complete record (scrapbooks, photos, newsletters, etc.) in a permanent file of all proceedings and history of the Missouri Basketweavers Guild. Request active members to submit photos or short essays regarding state activities to be published in the Twining Times when possible. Such material to become part of the permanent record.
- F. If applicable, submit a proposed budget of expenses to the President for approval.

Section 8

Vacancies

- A. In the event that the President is unable to complete the two-year term of office, the Vice President shall finish out the term as President. The new President shall appoint replacements to any vacancies subject to the approval of the Board. If the Vice President is unable to complete the term of office, it shall be filled by election of a member of the Board at a Board meeting called by the Chairman of the Board. A ten (10) day notice must be given to all Board members of this meeting.
- B. In the event that the Vice President, Secretary, Treasurer, Parliamentarian or Member-at-Large is unable to complete the term of office, the President with the approval of the Board shall appoint an individual to fill the vacancy.

ARTICLE VII NOMINATIONS AND ELECTIONS OF OFFICERS

- Section 1 The President, Vice President, Secretary, Treasurer and two (2) At-Large Members of this organization shall be elected at the Annual Convention General Business Meeting and shall serve a two-year term. They can succeed themselves for one additional two-year term. The election of these positions will be based on a majority of voting members present at the time of voting. If there is more than one candidate for any particular office, that office will be voted on separately in the following manner:
- A. If a secret ballot is requested, ballots will be distributed to the voting members present at the time of the vote for that office. Otherwise a show of hand vote is applicable. The Nominations and Election Committee members will distribute and tally the votes if necessary and give the results to the Chairman of the Board to announce. In the case of more than two candidates for any office, the candidate receiving the lowest number of votes will be dropped and the vote will be taken again. The elected candidate must receive the majority of votes cast.
  - B. There will be no less than two (2) Missouri Basketweavers Guild members on the Nominations and Elections Committee in addition to the Parliamentarian and the Chairman of the Board.
  - C. The Chairman of the Board shall preside at the Election portion of the General Business Meeting. In the event the Chairman is unable to attend, the President shall appoint the Parliamentarian (if not a candidate for office) or a past President.
  - D. Members shall file for office with the Chairman of the Board. If two or more candidates have filed for the same office, no nominations will be accepted from the floor.
  - E. No member can hold more than one office at the same time.
  - F. Nominations can be made from the floor if a particular office has only one or no candidate filed and if such person accepts the nomination and meets the stated requirements of the position.
- Section 2 The candidates for President, Vice President and Secretary shall:
- A. Have been a member of the Missouri Basketweavers Guild for at least two (2) years and have a working knowledge of the guild's functions and its bylaws.
  - B. Commit to serving the two-year term of office.
- Section 3 The candidate for Treasurer shall:
- A. Have been a member of the Missouri Basketweavers Guild for at least two (2) years and have a working knowledge of the guild's functions and its bylaws.
  - B. Have prior business or other experience in double entry bookkeeping or computer financial programs.
  - C. Commit to serving the two-year term of office.
- Section 4 The candidates for At-Large Members shall:
- A. Have been a member of the Missouri Basketweavers Guild for at least one (1) year and have a working knowledge of the guild's functions and its bylaws.
  - B. Commit to serving the two-year term of office.
- Section 5 The newly elected Board shall assume their duties immediately following the close of the Annual Convention.

ARTICLE VIII MEETINGS

- Section 1 Board Meetings
- A. The Board shall meet at least once a year prior to the Annual Convention General Business Meeting and at such times as determined necessary.
  - B. A quorum shall consist of one-third (1/3) of the voting members of the Board.
- Section 2 Annual Convention General Business Meeting

- A. There will be one Annual Convention, which will include a general business meeting and elections.
- B. A quorum shall consist of the members of the Missouri Basketweavers Guild present and eligible to vote.
- C. The Annual Convention will be held either the first or second weekend in August at a location to be decided by the Convention Committee with the approval of the Board.

Section 3

Special Membership Meetings

- A. Special General Membership Meetings may be called by the President when determined necessary.
- B. Location of the meeting and its purpose shall be published in the Twining Times not less than ten (10) days or more than sixty (60) days prior to the meeting.
- C. A quorum shall consist of the members of the Missouri Basketweavers Guild present and eligible to vote.

ARTICLE IX

STANDING COMMITTEES

Section 1

Finance Committee

- A. The Finance Committee shall consist of the following members: current President and Treasurer of the Missouri Basketweavers Guild and one other Board member appointed by the President.
- B. If determined necessary by the Board, the Finance Committee shall prepare the annual budget to be approved by the general membership at the Annual Convention General Business Meeting, if necessary.
- C. Review and approve the proposed budgets submitted by officers and standing committee chairpersons.
- D. Review and complete an audit of the Treasurer's financial records annually.

Section 2

Convention Committee

- A. The Convention Coordinator shall be appointed by the President and work closely with the President in the scheduling of convention events. No contract or financial agreement shall be entered into by the Convention Coordinator without prior discussion of such with the President.
- B. The Convention Coordinator shall appoint and assist committees in the planning and implementing of such plans for the Annual Convention in accordance with the MBG Convention Guidelines.
- C. The Convention Coordinator will submit timely articles to the Twining Times newsletter regarding the status of Convention planning.
- D. Each Convention Committee chairperson shall keep detailed, accurate records of the convention process for that particular committee including copies of all donations, revenues and expenses and shall turn in a written report to the Convention Coordinator no later than fifteen (15) days following convention.
- E. The Convention Coordinator shall combine all reports into a Convention binder to be given to the President within sixty (60) days following convention to hold until such time as the following year's Coordinator is appointed.
- F. The Annual Convention Treasurer shall not also be the standing MBG Treasurer, but will work closely with the MBG Treasurer when dealing with revenues and expenses of the convention. The Convention Treasurer shall be bonded in the amount of \$10,000.00, the cost of which shall be paid by this organization.
- G. A final Annual Convention financial report shall be published in the Twining Times no later than the October issue following convention.
- H. The Convention Coordinator shall call meetings of the Convention Committee as deemed necessary in the planning of the convention.

Section 3

Nominations and Election Committee

- A. Shall consist of no less than two (2) Guild members appointed by the President in addition to the Chairman of the Board and the Parliamentarian. (No member of the Committee shall be a candidate for office.)
- B. The Chairman of the Board shall serve as the Committee Chairperson.

C. Nominations and Election Committee shall follow the procedures outlined in Article VII, Section 1 of these bylaws.

Section 4

Web Site Committee

- A. The Web Site Coordinator shall be appointed by the President and work closely with the President in the design and maintenance of the Web site. The Web Site Coordinator may form a committee. No contract or financial agreement shall be entered into by the Web Site Coordinator without prior discussion of such with the President.
- B. If applicable, submit a proposed budget of expenses to the President for approval.

ARTICLE X

DISSOLUTION

Upon the dissolution of the corporation, the Board will, after paying or making provisions for payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations operating exclusively for charitable, educational, religious, or scientific purposes which at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code, as the Board determines. Any such assets not disposed of will be disposed of by the court of Common Pleas of the county in which the principle office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court determines, which are organized and operated exclusively for such purposes.

ARTICLE XI

PARLIAMENTARY AUTHORITY

The rules contained in Robert's Rules of Order, Newly Revised govern this organization in all cases to which they are applicable, and in which they are not inconsistent with these bylaws.

ARTICLE XII

METHOD OF AMENDING

These bylaws may be amended at any Annual Convention General Business Meeting or Special General Membership Meeting by a two-thirds (2/3) vote of those present and eligible, provided the amendment has been submitted to all state members not less than thirty (30) days prior to the meeting.

## MISSOURI BASKETWEAVERS GUILD

### STANDING RULES

1. Every Annual Convention General Business Meeting shall begin with the Pledge of Allegiance.
2. The Roger Curry Scholarships will be awarded each year at the Convention. The Missouri Basketweavers Guild will reimburse one (1) first time convention attendee and one (1) returning attendee their registration fee for the current convention. Names will be drawn by lot from the registered convention participants.
3. The Founding Members Memorial Scholarship will be awarded each year at the Convention. The Missouri Basketweavers Guild will award two (2) registration fee scholarships to be drawn by lot from the entire Missouri Basketweavers Guild membership. The Founding Members Memorial Scholarship will be valid for only the next convention, is non-transferable and the recipient's membership dues must be current at the redemption of the scholarship.
4. The Convention Chair (or Co-Chairs) will receive free convention registration for the year that is chaired. The cost of one hotel room for the duration of the convention (Thursday through Saturday nights) will be paid by MBG convention funds if not provided complimentary by the host hotel.
5. Newsletter subscriptions shall be made available to non-members for \$15.00 each.
6. Business card-size ads for \$10.00 or quarter-page sized ads for \$20.00 per issue may be submitted to the Newsletter Editor for publication in the Twining Times.
7. Any person wishing to teach classes at the Annual Convention must be a member of the Missouri Basketweavers Guild by the submission date of the jury basket deadline.
8. Any person wishing to participate in the Annual Convention, e.g. students, teachers or vendors, must be a member of the Missouri Basketweavers Guild and must register for the Convention.
9. All fundraising activities held at the Annual Convention shall have prior approval of the Board.
10. No officer or chairperson may obligate the Missouri Basketweavers Guild for a debt in excess of their budget or \$100.00, whichever is less, without the approval of the President and Treasurer.
11. Any person(s) providing the MBG membership roster to any individual or organization without the prior written permission of the Board will have their membership terminated and will become ineligible for future membership. Person(s) providing the MBG membership roster without permission will be subject to prosecution and will be held responsible for restitution to the Guild.
12. In the event the Membership or Newsletter duties are to be delegated to a volunteer Chair, and if only one volunteer should come forward for the position, the President can appoint that person without consultation of the Board. If there is more than one volunteer for a position, the Board will determine by majority vote who is selected for the position.
13. A majority vote is necessary to suspend a Standing Rule. A two-thirds (2/3) vote is needed to rescind or amend a Standing Rule. No prior notice is necessary.