

The Cataraqui Guild of Needle Arts

Kingston, Ontario

CONSTITUTION

This organization shall be called The Cataraqui Guild of Needle Arts (CGNA) and it is a chapter of the Embroiderers' Association of Canada, Inc. (EAC)

The Cataraqui Guild of Needle Arts is a non-profit organization. Its mission is to encourage and promote the awareness, practice and knowledge of the art of embroidery in all its forms; to have a fellowship of persons who enjoy needlework and wish to learn and share their knowledge; to foster a co-operation among other Guilds thereby working towards maintaining the highest standards of the art.

BY-LAWS

ARTICLE 1 Membership

1.1 Regular Membership

Membership shall be open to all persons interested in furthering the practice and knowledge of the art of embroidery upon payment of annual membership fees. All members shall be members of the Embroiderers' Association of Canada.

1.2 Honorary Membership

Honorary Membership may be awarded at the discretion of the Executive to a non-member who has provided special services to the Guild. Honorary members may take part in all Guild activities as non-voting members, but pay no annual fee to the Cataraqui Guild of Needle Arts. They may obtain membership in the Embroiderers' Association of Canada, Inc. upon payment of the Association's fees.

1.3 Guests

Guests will be limited to two (2) complimentary visits, after which they will be expected to either withdraw or become a member of the Cataraqui Guild of Needle Arts.

ARTICLE 2 Fees

2.1 Membership fees are paid annually. The fee for regular members shall be an amount recommended by the Executive and decided upon by a two-thirds majority of those present and voting at any general, annual or special meeting. This fee will include the annual dues for the Embroiderers' Association of Canada, Inc, as determined by the Board of the EAC . Any member will be considered withdrawn when fees are not paid by the expiry date noted on the membership card.

ARTICLE 3 Executive

3.1 The Executive Committee shall consist of:

- a. Officers
- b. Committee Chairs

3.2 The Officers shall be:

- a. President
- b. Vice-President
- c. Immediate Past-President
- d. Secretary
- e. Treasurer

3.3 Committee Chairs shall be in charge of:

- a. Program/Workshop
- b. Newsletter
- c. Membership
- d. Hospitality
- e. Library
- f. Archives
- g. Webmaster
- h. Administrative Committee for CGNA Education Fund
- i. Communications

3.4 Conveners of special committees may be appointed by the Executive as required.

ARTICLE 4 Term of Office

4.1 All Officers (except the Immediate Past-President) and Chairs are elected for a term of two years.

4.2 An officer of the Executive shall not hold the same office longer than two consecutive terms.

4.3 Upon notice to the President positions may be vacated at any point during the term of office.

4.4 In the event of a vacancy on the Executive, a successor shall be appointed by the executive, by majority vote, to complete the term of office.

ARTICLE 5 Duties of the Executive

5.1 The President shall:

- co-ordinate all activities of the Guild
- preside at all meetings of the Guild and Executive
- submit a report to the annual Meeting of the Guild
- be an ex-officio member of all committees
- fulfill any obligations required by the Embroiderers' Association of Canada, Inc By Laws
- sign on behalf of the Guild for all rental or other contracts
- represent the Guild (or appoint a designate) as required
- organize bus trips

5.2 The Vice President shall:

- assume the responsibilities of the President in the absence of the President
- co-ordinate the Fundraising and Special Events Committee
- assume responsibilities of Publicity

5.3 The Immediate Past-President shall :

- be available for advice and to assist the President in the performance of duties
- chair the Nominating Committee

5.4 The Secretary shall:

- record and maintain the Minutes of all meetings of the Guild and the Executive and have the Minute book available for members
- act as clerk and count and record all votes
- conduct correspondence on behalf of the Guild at the request of the President
- notify membership of the date and location of the Annual General Meeting thirty days in advance of meeting date.

5.5 The Treasurer shall:

- be responsible for all the funds of the Guild, keeping proper books of account
- submit regular financial reports at the Executive Meetings
- prepare a financial statement at the end of the year to be submitted to EAC
- submit all Guild Accounts for year-end audit

ARTICLE 6 Duties of Chairpersons

6.1 The Program Chair shall:

- co-ordinate the program to be offered to the membership that has been set by the full executive after surveying the membership
- the Program Committee might consist of a General Program Convener, Workshop Convener, plus others as required by the Program Chairperson
- Workshop Convener shall arrange for workshops as requested by the Executive Committee.
- Any member can make a suggestion to be put before the Executive Committee for a workshop.
- The Workshop Convener will arrange one day classes using seminar funds as long as they remain.
- The Workshop Convener will make all arrangements for one day classes and workshops and set fees for the members based on costs.
- The Workshop Convener will negotiate contracts on behalf of the President and make arrangements with the instructor including their fee, payment for transportation and arrange accommodation.
- The Workshop Convener will arrange location of workshop, food when applicable, sign-up sheets for members and publicity for the event.
- The Workshop Convener will act as host/hostess.
- The Workshop Convener will liaise with other guilds to bring in teachers from outside our area to share expenses as required.

6.2 The Newsletter Chair shall:

- prepare and distribute a quarterly newsletter and solicit advertising for same.

6.3 The Membership Chair shall:

- maintain and submit a list of members to the Embroiderers' Association of Canada Membership Director
- be a member of the Nominating Committee

6.4 The Hospitality Chair shall:

- arrange all social activities of the Guild as requested by the Executive

6.5 The Library Chair shall:

- maintain books, periodicals, videos, indexes and files of the Guild Library
- shall have the sole authority to purchase these materials

6.6 The Archives Chair shall:

- maintain historical records of all Guild events with photographs and copies of all courses

6.7 The Webmaster shall

- maintain current information on the CGNA website.

6.8 The Administrative Committee for CGNA Education Fund shall:

- consist of the Workshop Convener and two other elected members of the Guild
- administer the Education Fund as set out in the Guidelines of the CGNA Education Fund

6.9 The Communications Chair shall

- communicate information to the membership

ARTICLE 7 Finances

- 7.1 The fiscal year shall be from June 1 to May 31 of the following year.
- 7.2 Special non-budget disbursements shall require the approval of two-thirds majority of the voting members present at a general, annual or special meeting.
- 7.3 There shall be four signing officers: President, Treasurer and two others of the Executive as designated, (except as noted under 5.1) of whom any two may sign. One of these other two should live in Kingston.
- 7.4 At the request of the Executive an auditor shall be appointed. The Auditor's Report shall be presented at the Annual General Meeting of the Guild.
- 7.5 In the event of dissolution of the Guild, all net assets of the Guild must go to EAC.

ARTICLE 8 Meetings

- 8.1 There will be at least 10 General membership Meetings each year at such time and place as the Executive shall decide.
- 8.2 There shall be a minimum of 6 Executive Meetings each year. A meeting of the outgoing and in-coming Executive shall be held as soon as possible after the Annual General Meeting.
- 8.3 Special Meetings may be called at any time by the President.
- 8.4 The Annual General Meeting shall take place in June.
- 8.5 One-third of the total membership plus three Executive members constitutes a quorum for a General Meeting. Fifty percent of the Executive, plus the President or her appointed designate constitutes a quorum for the Executive Meeting.

ARTICLE 9 Nominations and Elections

- 9.1 A Nominating Committee consisting of the Immediate Past-President as Chair, the Membership Chair and one member from the general membership shall be appointed by the Executive.
- 9.2 This committee shall prepare and present to the Executive at the May Executive Meeting the names of at least one member for each vacant office for the election at the Annual Meeting. Nominees must be members in good standing and have given their consent to stand for office.
- 9.3 Additional nominations may be made from the floor at the Annual General Meeting, if the nominator and seconder have the consent of the nominee. If the nominee is absent, written consent accepting nomination must be presented at the Meeting.

9.4 Elected officers shall assume office at the conclusion of the Annual General Meeting in June.

ARTICLE 10 Additions and Amendments

10.1 These By-laws may be altered or amended by a vote of two thirds of the total voting body provided that any such alteration or amendment has been submitted on a Notice of Motion to a previous General Meeting.

10.2 The Executive shall serve as such without remuneration and not directly or indirectly receive any profit from the position. Any Guild profits shall be used in promoting its objectives.

ARTICLE 11 Rules and Regulations

11.1 The rules and principles of parliamentary procedure shall govern the Cataraqui Guild of Needle Arts in all instances that are not covered by these By-laws

11.2 The Constitution and By-laws shall be reviewed at least every three years by a committee consisting of the President, Vice-President, a Past President and one member-at-large.