

AMENDED AND RESTATED BYLAWS
OF
NORTHCOAST KNITTING GUILD
OF
THE KNITTING GUILD ASSOCIATION

ARTICLE 1

NAME AND PURPOSE

1. This organization shall be known as the NORTHCOAST KNITTING GUILD (“Guild”) of THE KNITTING GUILD ASSOCIATION (“TKGA”) and be affiliated and recognized by same.

2. The purpose of this Guild shall be essentially the same as that of the national organization, THE KNITTING GUILD ASSOCIATION, which shall be to provide education and communication to advance the quality of workmanship and creativity in their knitting endeavors.

ARTICLE II

MEMBERSHIP

1. Any person who is interested in the purpose of this organization may become a member by application and payment of dues, regardless of race, creed, color, or sex.

2. The Guild may not form a cooperative in order to obtain a business license or a tax number for the purpose of buying knitting supplies at a wholesale price.

3. All members of the Guild are encouraged to maintain current membership in TKGA. The Guild officers should support and promote TKGA and its educational programs and other services to its Guild members. The President shall maintain a current membership in TKGA. Other officers of the Guild are encouraged to also maintain a current membership in TKGA.

ARTICLE III

BOARD OF DIRECTORS and DUTIES

1. The local management of the affairs of the organization shall be vested in a Board of Directors ("Board"). The Board shall be composed of the four (4) elected officers and chairmen of the standing committees. The Board shall set local policy.

2. The Board shall meet at such time and places as the President of the Guild shall direct, or at the call of any two (2) other members of the Board.

3. A majority of the Board shall constitute a quorum for transaction of business at any meeting.

4. Vacancies on the Board shall be filled by appointment of the President with approval of the remaining Board.

5. Special Meetings. Special meetings of the Board of the Guild may be called from time to time by any two (2) members of the Board. Notice of any special meeting shall be mailed to each member of the Board at that Board member's last recorded address at least ten (10) days in advance of such special meeting.

6. The Board shall meet at least one week prior to membership meeting as deemed necessary by the President.

ARTICLE IV

OFFICERS and DUTIES

1. The officers of the Guild shall consist of a president, a vice president, a secretary, and a treasurer. These elected officers shall comprise the executive committee of the Board. Terms of office for each officer shall be for one (1) fiscal year. A fiscal year is June 1 to May 31.

2. The President shall preside at all meetings of the membership, all

meetings of the Board, and shall be an ex-officio member of all committees established by the Guild from June 1 to May 31 of the following year except the audit committee and the nominating committee. The President, with the advice and consent of the Board, shall appoint all standing committee chairmen. The President upon the advice and consent of the Board shall be authorized to sign any and all communications between the Guild and THE KNITTING GUILD ASSOCIATION. The President is authorized to sign checks in the absence or inability of the Treasurer.

3. The Vice President shall assist the President and serve in the absence of the President. The Vice President shall serve as the chairman of the program committee and shall present the past President's pin and gift at the end of his or her term of office. □

4. The Secretary shall keep minutes of all proceedings of meetings of the membership and the Board. The Secretary shall take care of correspondence at the direction of the President. The Secretary shall keep an accurate and annual list of members in good standing, together with their current addresses. The Secretary shall have a record of all past elected officers and charter members on file.

5. The Treasurer shall receive and disburse all monies and present a statement of the current financial condition at all meetings of the Board and Guild membership. The Treasurer will submit an annual report at the May meeting. At this time the Treasurer's records will be submitted to the Audit Committee. In the absence or inability of the Treasurer, the President is authorized to sign checks. The monthly Treasurer's report shall be on file with the President prior to the monthly meeting. The Treasurer shall designate a signatory on the Guild's checking account for the purpose of A Knitter's Fantasy when the event is hosted by the Guild.

ARTICLE V

COMMITTEES

1. The Guild shall have the following standing committees: Membership, Service, Education, Historian/TKGA Liaison, Hospitality/Sunshine and Communications/Marketing. The chairman of each standing committee shall be appointed by the President with the advice and consent of the Executive Committee of the Board.

2. The duties of each standing committee shall be as defined by the Executive Committee.

3. Special committees may be appointed by the President upon advice and consent of the Board as the need arises.

ARTICLE VI

DUES

1. The Guild shall be charged with the responsibility of establishing annual dues for its members.

2. The annual dues shall be \$20.00, payable on or before July 1. (dues raised from \$15.00 March 13, 2012)

3. Renewals: A member renewing membership must pay dues no later than July 1st.

4. The President must present a current TKGGA membership card.

5. National Dues: The Guild will pay the annual TKGGA dues for the Guild member who is President. All other members of the Guild, if members of TKGGA, are responsible for payment of their own TKGGA dues.

6. New members joining after January 1 shall pay 1/2 year local dues.

ARTICLE VII

MEETINGS

1. Annual Meeting. The annual meeting of the Guild shall be in June.

2. The meeting schedule of NORTHCOAST KNITTING GUILD is as follows:

June, July, August, September, October, November, January, February, March, April, May.

3. Quorum. Thirty percent (30%) of the members of the Guild currently in good standing shall constitute a quorum for a regular meeting of the members. The Secretary is to verify if a Quorum of 30% of the members in good standing are present before any business or voting takes place.

4. Voting. All issues to be voted on shall be decided by a simple majority of those present at the regular meeting in which the vote takes place if a Quorum is present. If a Quorum is not present, the issue must be tabled until the next meeting at which a Quorum is present.

ARTICLE VIII

ELECTIONS

1. The Guild shall organize a nominating committee of three (3) at the March meeting for the purpose of nominating officers of the Guild for the next annual term. The nominating committee will elect its own chairman. The nominating committee shall be prepared to present its proposed slate of officers no later than the April meeting of the Guild membership.

2. The annual election of officers shall occur no later than the May membership meeting.

3. The newly elected officers of the Guild shall take office on June 1. □

ARTICLE IX

These bylaws may be amended, repealed or altered in part by a two-thirds (2/3) vote of those members present at a scheduled meeting that has a Quorum. Proposed amendments to the bylaws shall be distributed to all members in good standing one month before voting on the amendments at a regular meeting.

ARTICLE X

PROCEDURE

Robert's Rules of Order, as revised, shall govern all procedure and parliamentary matters of the Guild meetings.

Revised and Approved November 12, 2007

Revised and Approved August 9, 2011