

The Kernersville Arts & Crafts Guild, Inc.

**Bylaws
Effective February 13, 2024**

ARTICLE I – Name

Section 1 The name of the organization shall be The Kernersville Arts and Crafts Guild, Inc.

ARTICLE II – Purpose

Section 1 The purpose of the Guild shall be:
a. To provide an arts and crafts association for interested people who are willing to work together for mutual benefit in promoting learning about and participating in the creative process and the selling of various arts and crafts.
b. To promote the cultural, educational, and recreational enrichment of the community through arts and crafts.

Section 2 The Guild shall remain nonpolitical, nonsectarian, and nondiscriminatory.

Section 3 The Guild is a non-profit, tax-exempt organization as defined in IRC 501(c)(4), which describes social welfare organizations. The Guild does not solicit contributions, and any contributions received are not tax deductible.

Section 4 The Guild operates on a fiscal year starting on June 1st and ending on May 31st.

ARTICLE III – Membership

Section 1 The membership of this Guild shall be open to any North Carolina resident who is eighteen or older, who desires to participate in the Guild's program, and who is willing to abide by the Guild's Bylaws. Current members who move outside of North Carolina may retain their membership providing that they obey the current Bylaws.

Section 2 Any person who qualifies under Article VIII, section 7, regarding the jury process, may submit an application, with the fee determined by the Board, to the Membership Committee. Upon approval by the Board of Directors, the applicant will be invited for membership in the Guild. Once offered, the applicant has fifteen days to submit an application for membership. Any falsification of information on an application will be grounds for a member's discharge from the Guild or disapproval of an applicant for admission to the Guild. Any irregularities or membership issues not covered by the Bylaws will be decided by the Board of Directors.

Section 3 All items submitted for jury by current Guild members or non-members desiring to join the Guild are required to be handcrafted by the applicant. The end state of all items submitted for jury consideration must show that the materials used in the creation of an art or craft were significantly altered from the original materials used and demonstrate that skill or expertise in that particular art or craft category has been applied.

Section 4 The Guild is committed to maintaining an environment that is characterized by mutual respect, professionalism, and the absence of harassment and bullying. In keeping this commitment, all members are expected to adhere to a standard of conduct which supports an environment free from all forms of discrimination.

Section 5 Attendance Requirements for KACG members are as follows:

- A. All members will support the Guild by faithfully attending meetings, participating in sales and/or shows, teaching or demonstrating their craft, or serving in any capacity where needed.
- B. Members are required to attend two regular Guild meetings per fiscal year (June 1st through May 31st).
- C. In order to participate in a Guild sponsored show, members are required to attend the regularly scheduled Guild meeting immediately prior to the show unless they receive a waiver from the Board of Directors.
- D. Any member who does not receive a waiver from the Board of Directors will be required to pay the non-member registration fee for the show. For the Christmas Store, the additional fee for not attending the required meetings is \$50.00.
- E. All fees, including additional assessed fees, must be paid prior to participating in Guild sponsored events.

Section 6 The following are the membership categories in the Guild.

A. Regular Membership:

- a. Regular members are those members that are between the ages of eighteen and fifty-nine who individually create arts and/or crafts. They are required to have their work juried for quality and are accepted into the Guild if the jury results are passed and they are accepted by the Board of Directors.
- b. Regular members are eligible to vote on Guild matters and are eligible for election to the Board of Directors and all officer positions.

B. Senior Membership:

- a. Senior members shall be sixty years of age or older. They are subject to the same jurying and acceptance process as described for regular membership.
- b. Senior members are eligible to vote on Guild matters and are eligible for election to the Board of Directors and all officer positions.

C. Family Membership:

- a. A family membership is limited to a member and spouse. A family membership consists of spouses who both create arts and/or crafts and submit their work for jurying and acceptance.

- b. Family memberships shall be accorded the same privileges and limitations as a regular membership with the exception that each member is entitled to vote.
- c. For family memberships, each spouse is eligible for election to the Board of Directors and all officer positions, subject to the provisions of Article V, section 7.

D. Associate Membership:

- a. Associate members are defined as any non-crafting individuals interested in joining the Guild.
- b. The maximum number of associate members shall be seven.
- c. Associate members are eligible to vote on Guild matters and are eligible for election to the Board of Directors. Associate members cannot hold officer positions.

Section 7 Any member may be removed from the membership roll for cause by two-thirds vote of the Board of Directors.

Section 8 Dues and fees for each type of membership category are set by the Board of Directors and are approved by the general membership. Senior members are entitled to reduced member dues. Annual dues are due no later than May 31st for each year. If member dues are received or postmarked after May 31st, but before June 30th, then the member shall pay a late fee. If the member fails to pay the annual dues by June 30th, the membership is terminated. A member who desires to rejoin the Guild will be required to requalify through the jurying process.

Section 9 Any fees established for shows or other activities of the Guild shall be approved by the Board of Directors.

Section 10 The Guild shall make an annual donation to an organization or community project in an amount recommended by the Board of Directors and approved by the membership. Members nominate the recipient(s) of these funds at the annual banquet. A simple majority vote of the members present at the banquet will determine the recipient(s).

Section 11 New members joining between January 1st and May 31st will pay half of the applicable annual dues. Members joining at any other time will pay the full annual dues.

Section 12 Any member who is removed or resigns will not receive a refund of the membership dues paid.

ARTICLE IV – Meetings

Section 1 Meetings shall be at a place in Forsyth County, NC, at a prescribed date and time. Attendance is the responsibility of the individual member.

- Section 2 The regular business meetings of the Guild shall be held at the discretion of the Board of Directors. Meeting dates will be published in the monthly newsletter.
- Section 3 The regular business meetings of the Board of Directors shall be held on the second Tuesday of the months designated by the Board of Directors.
- Section 4 Members are encouraged to attend all regular meetings in order to stay informed about the activities of the Guild.
- Section 5 Special meetings of the Guild may be called by the Board of Directors provided due notice is given to the membership at a regular meeting of the Guild or with ten days' notice by mail, phone, or email.
- Section 6 Special meetings of the Board may be called by the President or any member of the Board of Directors.
- Section 7 If the weather is hazardous on the day of any regular business meeting, the meeting will be cancelled.
- Section 8 A simple majority of the general membership shall constitute a quorum for the transaction of business. A simple majority means one-half plus one of the total number of members present.

ARTICLE V - Officers

- Section 1 There shall be four elected officers: President, Vice-President, Secretary, and Treasurer.
- Section 2 The President shall preside at all meetings. The President is entitled to vote when the vote is by ballot or in all cases where the vote would change the result. Thus in a case where two-thirds vote is necessary, and the President's vote with the minority would prevent the adoption of the question, the President can cast the vote. The President can also vote with the minority when it will produce a tie vote and thus cause the motion to fail.

 The President shall be an ex-officio member of all Committees and has the right to vote at all Committee meetings.

 At business meetings, the President shall submit all questions pertaining to governance and operation of the Guild to the members for their action.
- Section 3 The Vice-President shall discharge the duties of the President in the event of the President's absence, inability, or refusal to act. The Vice-President shall act as Guild representative to any meetings requiring Guild representation.
- Section 4 The Secretary shall keep accurate minutes of all Guild meetings and shall present the minutes for approval at all subsequent meetings. The Secretary is responsible for maintaining the Guild's permanent records and for keeping a record of membership attendance at all functions of the Guild, including Board and general meetings.

- Section 5 The Treasurer shall be authorized to make disbursements as necessary to meet the current and ordinary expenses of the Guild, keep proper receipts for all expenditures, and submit at each business meeting an itemized account of receipts and expenditures made. These records shall be maintained for a period of no less than five years. The Treasurer shall develop the framework for the annual budget and provide estimates of projected income and expense.
- Section 6 Officers cannot hold the same officer position for more than five consecutive years, with the following exception: the general Guild membership can vote on and approve a resolution granting permission for an officer to serve more than five consecutive years.
- Section 7 If officers or Board members resign their position, they will not be eligible to hold a position on the Board within the year that they resigned. Spouses shall not serve on the Board of Directors at the same time.
- Section 8 Officers' positions will not be combined except in the case of an officer vacancy. In such a case, officer positions may be combined until a replacement is selected and approved by the Guild membership.
- Section 9 Officers can be removed from their positions for cause. Removal for cause requires a two-thirds vote by the Board of Directors.

ARTICLE VI - Board of Directors

- Section 1 The Board of Directors is responsible for the management and administration of the affairs of the corporation. The Board shall be the policy making and planning body of the Guild.
- Section 2 The Board of Directors shall consist of the officers of the Guild, the Membership Chairperson, the Publicity Chairperson, the Communications Chairperson, the Show Committee Chairperson, and two Members-at-Large. Members-at-Large are elected from among the general membership to serve for terms of two years. One Member-at-Large will be elected each year.
- Section 3 Members-at-large interact with the Guild membership and act as an advocate for members. The Members-at-Large bring ideas, concerns, or suggestions from members to the Board to ensure that members' voices are heard.
- Section 4 Board members shall attend all Guild Board meetings. Board members missing more than two consecutive meetings, without justifiable medical, business, or personal reasons may be removed from the Board.
- Section 5 A simple majority of the membership of the Board of Directors shall constitute a quorum for the transaction of business, provided that a minimum of five Board members are present. A simple majority means one-half plus one of the total number of Board members present.
- Section 6 All officers, Members-at-Large, and Committee Chairpersons are responsible for reporting to the Board of Directors as a whole.

- Section 7 The President or the Treasurer may approve up to \$50.00 of unbudgeted items without Board approval with an overall cap of \$150.00 unbudgeted expenditures per year.
- Section 8 The Board may approve up to \$100.00 of unbudgeted items without membership approval with an overall cap of \$1,000.00 unbudgeted expenditures per year.
- Section 9 The general membership will approve all unbudgeted expenditures over \$100.00.
- Section 10 The Board of Directors shall submit an annual budget to the general membership by April 1st.

ARTICLE VII - Elections

- Section 1 All officers shall hold office for a period of one year following election or until their successors have been duly elected and installed. An officer's term shall run from June 1st to May 31st.
- Section 2 In case of a vacancy for any reason in any of the elected Board of Director positions, a replacement for the unexpired term of such office shall be chosen by the Board of Directors and voted on by the members.
- Section 3 A nominating committee consisting of the President and four members of the Guild shall be selected in February to select and submit a slate of nominees. The four members of the nominating committee shall consist of two Board members picked by lot and two general Guild members appointed by the President.

The nominating committee shall submit nominations to the membership by newsletter at least ten days prior to the April meeting. In addition, nominations for various offices may be made from the floor at the April meeting. Nominating committee members must select five general Guild members who are neither candidates nor members of the nominating committee to count the votes.
- Section 4 Elections may be decided by acclamation or, if more than one candidate is nominated, by secret ballot. The candidate receiving the largest number of votes cast is elected. The membership present shall be counted to find the number of votes cast. A quorum per Article IV, section 8, must be present.
- Section 5 Elections shall be held in April with installation of the new Board members to be held in May. New Board members shall assume their duties on June 1st.
- Section 6 There shall be no proxy votes. Only members present at the time of voting may vote.

ARTICLE VIII – Committees and Appointments

- Section 1 The President shall appoint the following Committee Chairpersons and serve as a voting member of all Committees. These positions are for one-year terms from June 1st to May 31st. Committee Chairpersons are allowed to serve multiple consecutive terms.

- a. Membership Committee
- b. Communications Committee
- c. Publicity Committee
- d. Show Committee

- Section 2 The President shall have the power to appoint and to define the duties of other ad hoc Committees as needed. Ad hoc Committees are temporary in nature and do not hold positions on the Board of Directors. Ad hoc Committee Chairpersons are responsible for reporting to the Board of Directors as required.
- Section 3 If a Chairperson fails to adequately fulfill the Committee's duties, the Board of Directors has the power to remove the Chairperson. The President shall have the power to appoint a replacement Chairperson.
- Section 4 Committee Chairpersons shall be responsible for selecting their Committee members.
- Section 5 Committee Chairpersons shall maintain an up-to-date list of Committee responsibilities and/or contacts for their successors. They will also ensure that appropriate Committee materials are brought to all Guild meetings and/or functions.
- Section 6 For Board of Directors meetings, only the Committee Chair is obligated to attend. Chairpersons are responsible for disseminating pertinent information to the remainder of their Committee members.
- Section 7 The function of these Committees shall be governed by the Board of Directors. The Board of Directors has overall discretionary authority either to act upon or reject the recommendation of any Committee. Individual Committee responsibilities shall be as follows:

Membership Committee

1. Maintain a list of members showing names, addresses, member numbers, telephone numbers, and types of arts or crafts for which the members are juried, add new members and crafts as approved, and delete names of non-current members.
2. Check merchandise at shows periodically to verify the members are displaying only items in their approved categories.
3. Prepare and print the handbook as required.
4. Distribute pertinent information to current members and new members as they join the Guild.
5. Distribute membership roster to members as the roster is updated.

Jurying Committee (Sub-Committee of Membership Committee)

1. Conduct two jury sessions per year as directed by the Board.
2. Receive applications from non-members who want to join the Guild and from current Guild members desiring to add a new category of art or craft.
3. Verify that applicants reside within North Carolina.
4. Notify applicants within three days whether they are approved for membership. Include notification of which crafts are approved, the due date for applying for membership, and the fees associated for membership.

5. Submit all applications for membership to the Board for approval.

Communications Committee

This Committee shall be the voice of the Guild. It is responsible for overseeing all aspects of promoting the name of the Guild and its members in print or electronic media.

Below are Sub-Committees of the Communications Committee:

- a. **Newsletter Sub-Committee**
Compose, edit, and publish a newsletter to keep members informed of general meetings, events, and matters of importance to Guild members.
- b. **Facebook Sub-Committee**
Maintain the Guild Facebook page, adding and deleting items as needed regarding information about Guild shows and events.
- c. **Website Sub-Committee**
 1. Maintain the Guild's website, which includes information to inform the public about the purpose of the Guild and to promote Guild events.
 2. Maintain and edit as necessary the secured pages containing information that is for Guild members only.
- d. **Sunshine Sub-Committee**
Send cards from the Guild to members who are sick and send flowers for occasions which necessitate them.
- e. **Call List Sub-Committee**
Notify members who do not have email of changes to times or places of meetings or special events.
- f. **Customer E-mail Sub-Committee**
 1. Assemble and update the customer email list each year.
 2. Prepare and send emails to all customers on the customer email list for upcoming shows and events as directed by the Show Chairperson and the Board.

Publicity Committee

The Publicity Committee shall make known to the general public, through the use of posters, flyers, the news media, etc., information pertaining to upcoming events of the Guild. The Show Chairperson must approve of all publicity relating to a particular show or event.

Below are Sub-Committees of the Publicity Committee:

- a. **Newspapers/Magazines Sub-Committee**
Place ads or articles to promote Guild shows and events in newspapers, magazines, etc.
- b. **Historian Sub-Committee**
Keep a scrapbook of all Guild events.

Show Committee

1. Be responsible for the physical work of setting up for a show and, upon its conclusion, ensure that the show area is clean and in good order.
2. All members of the Guild are considered non-voting members of the Committee and shall, upon request, make their services available to this Committee.

3. Be responsible for making plans for art and craft shows, such as including information pertaining to time, place and display areas.
4. Submit the plans to the Board of Directors for approval.
5. Provide the approved plans to the Guild members prior to each show.

ARTICLE IX - Shows

- Section 1 Members participating in shows must have tables covered on all sides with fabric which reaches the floor.
- Section 2 Members must wear KACG name tags at all times during shows.
- Section 3 Members participating in shows must stay the total hours the show is in progress unless different arrangements with the Show Chairperson have been made.
- Section 4 Members participating in shows must attend the regular Guild meeting before the show. Members who cannot, for a clearly acceptable reason, attend the meeting before the show should contact the Show Chairman or President twenty-four hours prior to the meeting.
- Section 5 Members who have signed up to participate in shows should notify the Show Chairman or President before the show if an emergency occurs which precludes their participation.
- Section 6 Only members of the Guild will be permitted to set up at Guild shows, except by approval of the membership and invitation by the Board.
- Section 7 All items exhibited at shows must be the work of the exhibitor. No manufactured items, commercial purchases, trademarked items, or copyrighted items may be offered for sale except for reproductions of the exhibitor's original art work.
- Section 8 The prohibition on exhibiting or selling trademarked or copyrighted items applies even if the Guild member has purchased a license or has entered into a formal written agreement with the trademark or copyright holder.
- Section 9 Members participating in any Guild sponsored show can only display their own handcrafted items for which they are currently juried and approved for by the member jury process. This rule applies to members who have their own booth in a Guild sponsored event as well as members who participate in the Guild booth. This rule applies to the Christmas Store as well.
- Section 10 The Guild will not allow any novelty items to be displayed or sold within the Guild tent or at the annual Christmas Store. These types of items may include the techniques or supplies for which a member is juried and still not be allowed. Examples include items that show minimal skill or reflect a quality that is less than the quality of a juried art or craft. Unresolved questions regarding whether an item is classified as a novelty item will be resolved by the Show Committee and, if necessary, the Board of Directors.

ARTICLE X - Amendments

Section 1 The Bylaws may be amended by a two-thirds majority vote of those present and voting at any regular business meeting, providing a quorum is present and notice of proposed amendment(s) has been announced at a previous regular meeting or the membership has been given ten days' notice by mail, phone, or email.

ARTICLE XI - Dissolution

Section 1 In the event that the Board of Directors determines the need for terminating The Kernersville Arts and Crafts Guild, the Board will provide the general membership with notice of at least ten calendar days, either at a regular business meeting, or by mail, phone, or email. Dissolution of the Guild requires a two-thirds majority vote by the membership.

Section 2 If the members decide to dissolve the Guild, the Board will proceed with paying all final bills and selling any assets. The remaining funds after all obligations have been met will be distributed to one or more charitable or social welfare organizations. The general membership will determine by simple majority vote the organizations that will receive the net funds.