

The Kernersville Arts & Crafts Guild, Inc.

**Bylaws
June 13, 2017**

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 association of people interested in arts and crafts that are willing to work together for mutual benefit in promoting learning, participation in and 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 non-political and non-sectarian.

ARTICLE III – Membership

Section 1 The membership of this Guild shall be open to any person who is 18 or older, who resides in North Carolina, who desires to participate in the Guild’s program, and who is willing to abide by the Guild’s Bylaws. Members who have moved, or who may move out of the area, may retain their membership providing they obey the current Bylaws.

Section 2 Any person who qualifies under the Bylaws of the Guild 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. 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 material used in the creation of an art or craft was 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 All members shall 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. The following are the membership categories in the Guild:

A. Regular Membership:

- a. Regular members are those members that individually create or produce arts and/or crafts. Regular members are required to have their work juried for quality. Regular members are accepted within the Guild if the jury results are passed and the member is 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 60 years of age or older. Senior members 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 married individuals who both create arts and crafts and both members submit their work for jurying and acceptance.
- b. Family membership shall be accorded the same privileges and limitations as one regular member 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 IV, Section 6.

D. Associate Membership:

- a. Associate members are defined as any non-crafting individual 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.

E. Junior Membership:

- a. Junior members shall be an active member's child up to 18 years of age who does not pay dues or attend meetings but who may exhibit at his/her parent's booth or table at KACG sales, except for the Christmas Store.
- b. Junior members cannot vote or be elected to positions on the Board of Directors and they cannot hold officer positions.

- Section 6 Any member may be removed from the membership roll for cause by 2/3 vote of the Board of Directors.
- Section 7 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 their annual dues by June 30th, then their membership is terminated. If a member desires to rejoin the Guild, they would be required to qualify through the jurying process.
- Section 8 Any fees established for shows or other activities of the Guild shall be approved by the Board of Directors.
- Section 9 A donation shall be made annually 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 10 Any new member joining after January 1st shall pay one-half of the applicable dues.
- Section 11 Any member resigning their membership will not receive a refund of the membership dues paid.

ARTICLE IV – 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 thrown with the minority would prevent the adoption of the question, the President can cast their 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 appoint and be an ex-officio member of all committees. The President 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 will 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.
- Section 5 The Treasurer shall be authorized to make disbursements as necessary to meet the current and ordinary expenses of the Guild. The Treasurer shall keep proper receipts for all expenditures. The Treasurer shall 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 will 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 (5) consecutive years. If an officer or Board member resigns their position, they will not be eligible to hold a position on the Board within the year they resigned. Spouses shall not serve on the Board of Directors at the same time.
- Section 7 Officer 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 officer is selected and approved by the Guild membership.
- Section 8 Any officer can be removed from their position for cause. Removal for cause requires a two-thirds vote by the Board of Directors.

ARTICLE V – Election of Officers

- 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 offices, 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 4 members of the Guild shall be selected in February to select and submit a slate of nominees. The four members of the Nominating Committee will consist of two (2) Board members picked by lot and two General members appointed by the President.

The slate shall be submitted to the membership by newsletter at least 10 days prior to the April meeting. Nominations for various offices may be made from the floor at the April meeting as well as those submitted by the Nominating Committee. Members of the committee will be responsible for selecting five (5) general Guild

members who are neither candidates nor members of the Nominating Committee to count the votes.

- Section 4 Elections may be 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 VI, Section 8, must be present.
- Section 5 Elections shall be held in April, with installation of the new officers to be held in May. New officers shall assume their duties on June 1st.
- Section 6 There shall be no proxy votes. Only members present at the time of voting shall vote.

ARTICLE VI – Meetings

- Section 1 Meetings shall be at a place in Forsyth County, North Carolina, at a prescribed date and time. Attendance is the responsibility of the individual member.
- Section 2 Regular business meetings of the Guild shall be held at the discretion of the Board of Directors.
- Section 3 The regular business meetings of the Board of Directors shall be held at a date/time designated by the Board of Directors.
- Section 4 Members are encouraged to attend all regular meetings in order to stay informed as to 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 the membership at a regular meeting of the Guild or with a ten (10) calendar day 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 VII – 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 Board members shall attend all Board meetings. Board members missing more than two (2) consecutive meetings, without justifiable medical, business or personal reasons, may be removed from the Board.
- Section 4 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 (5) Board members is present. A simple majority means one-half plus one of the total number of Board members present.
- Section 5 All officers, members-at-large and committee chairpersons are responsible for reporting to the Board of Directors as a whole.
- Section 6 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 7 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 8 The general membership will approve all unbudgeted expenditures over \$100.00.
- Section 9 The Board of Directors shall submit an annual budget to the general membership by April 1st.

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 other ad hoc committees as needed and define their duties. Ad hoc committees are temporary in nature and do not hold a position on the Board of Directors. Ad hoc committee chairpersons are responsible for reporting to the Board of Directors as required.
- Section 3 If a Committee Chairperson fails to adequately fulfill their 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 Each Committee Chairperson shall maintain an up-to-date list of committee responsibilities and/or contacts for their successor. They will also assure 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 to disseminate pertinent information to the remainder of their committee members.
- Section 7 The function of these committees shall be governed by the Board of Directors. Individual committee responsibilities shall be as follows:

Membership Committee

1. Maintain a list of members, showing address, telephone number and art/craft. Add new members and crafts as approved. Delete names of non-current members.
2. Keep a record of membership attendance at all functions of the Guild, including Board meetings.
3. Check merchandise at sales periodically to verify the members are only selling items in their approved categories.
4. Prepare and print handbook as required.
5. Distribute pertinent information to current members and new members as they join the Guild.
6. Distribute the membership roster to members as the roster is updated.

Below is the sub-committee under the Membership Committee:

Jurying

- a. Conduct membership juries as directed by the Board.
- b. Verify that applicants live within the approved boundaries of the Guild.
- c. Receive applications from current members who wish to sell a new craft.
- d. Submit all applications for membership to the Board for approval.
- e. Notify new applicants of crafts which are approved and those which will not be available for them to sell.

Communications Committee

The Communications Committee shall be the voice of the Guild. The Communications Committee is responsible for overseeing all aspects of putting the name of the Guild and its members in print or electronic media.

Below are sub-committees under the Communications Committee:

- a. Newsletter
 1. Compose, edit and publish a newsletter to keep members informed of general meetings, special events and matters of importance to Guild members.
- b. Facebook
 1. Maintain the Guild's Facebook page. Adding and deleting items as needed regarding information about Guild shows and events.

- c. Website
 - 1. Maintain the Guild's website. This site will contain information to inform the public about the purpose of the Guild and to promote Guild events. The site will have secured pages containing information that is for Guild members only.
- d. Sunshine
 - 1. Send cards to members who are sick.
 - 2. Send flowers where the need arises.
- e. Call List
 - 1. Will notify members who do not have email of changes to times or places of meetings or special events.
- f. Customer Email
 - 1. Assemble and update email list each year.
 - 2. Assemble and update postcard mailing list each year.
 - 3. Prepare and send postcards and emails for upcoming shows as directed by the Board.

Publicity Committee

Make known to the general public, through the use of posters, flyers, the news media, etc., information pertaining to upcoming events of the Guild.

Below are sub-committees of the Publicity Committee:

Newspapers/Magazines

- 1. Place ads or articles to promote Guild shows and events in newspapers, magazines. Etc.

Historian

- 1. The historian shall keep a scrapbook of all Guild events.

Show Committee

Be responsible for the physical work of setting up for a show, and upon its conclusion, assure that the show area is clean and in good order. Every member of the Guild shall be considered a non-voting member of this committee and shall, upon request, make their services available to the committee.

The Show Committee is responsible for making plans for art and crafts shows. These plans shall include information pertaining to time, place and display areas. These plans shall be submitted to the Board of Directors for approval, then provided 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 to 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 arrangements with the Show Chairperson have been made.

- Section 4 Members participating in a show must attend the regular Guild meeting before the show. If any member cannot attend the meeting before the show, they should contact the Show Chairperson or President 24 hours prior to the meeting.
- Section 5 Members who have signed up to participate in shows should notify the Show Chairperson or President before the show if an emergency occurs.
- 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 All members are encouraged to participate in all KACG shows. Members must attend a minimum of two (2) meetings per year if they desire to participate in a Guild-sponsored show or the Christmas Store.

ARTICLE X – Amendments

- Section 1 The Bylaws may be amended by a 2/3 majority vote of those present and voting at any regular business meeting, providing a quorum is present, and notice of such proposed amendment has been announced at a previous regular meeting or the membership has been given a 10-day 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 10 calendar days, either at a regular business meeting or by mail, phone or email. A two-thirds majority vote by the membership is required for dissolution.
- Section 2 If the members decide to dissolve the Guild, then 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.