

BYLAWS OF THE WICHITA WEAVERS, SPINNERS & DYERS' GUILD

ARTICLE I - Name

The name of this organization shall be the Wichita Weavers, Spinners and Dyers' Guild.

ARTICLE II - Purpose

The purpose of this organization shall be to promote high standards in creative weaving, spinning, dyeing and other fiber arts through active group participation. It is to be of an educational nature, and open to the public.

ARTICLE III - Membership - Dues - Meetings

Section 1. Membership shall be open to all persons interested in the objectives of the Guild and any applicant may become a member by payment of annual dues as set by the Executive Board and voted upon by the Guild as a whole.

Section 2. Membership shall be for the duration of one year, beginning in September and expiring the last day of August. Dues shall be payable at the first meeting of the year, in September. A new member joining after March 1 will have membership extended through the full following year. Lifetime memberships are available.

Section 3. The regular meeting of the Guild shall be held once a month from September through May.

Section 4. A majority of those members present at any duly called meeting shall constitute a quorum for the transaction of business.

Section 5. Discussions and voting may be conducted by electronic or other means when members cannot be physically present but are in communication with each other.

ARTICLE IV - Officers and Their Duties

Section 1. The officers shall consist of the President, Vice-President, Secretary, and Treasurer.

Section 2. The President shall preside at all meetings of the Guild and shall appoint chairpersons of all standing committees.

Section 3. The Vice-President shall preside in the absence of the President and shall act as Program Chairperson. The Vice-President shall succeed to the office of the President upon expiration of the President's term of office.

Section 4. The Secretary shall keep a record of all meetings and the minutes in general and perform

all other duties incidental to the office.

Section 5. The Treasurer shall be custodian of all funds of the Guild, shall keep an accurate record of the same, and shall be recorded at the bank. The treasurer shall deposit all monies to the credit of the Guild, disburse the funds of the organization as directed by the Executive Board of the Guild and provide regular financial reporting.

ARTICLE V - Executive Board

Section 1. The Executive Board shall comprise the Executive Committee, two at-large members, the committee chairs and the past president.

Section 2. The Executive Board shall be the Administrative and Executive Body of the Guild and shall be empowered to conduct the business of the Guild.

Section 3. The Executive Board shall meet at least on a quarterly basis, at such a time and place agreed upon by the Executive Board members.

Section 4. Meetings of the Executive Board shall be announced in the monthly newsletter and shall be open to all members of the organization.

ARTICLE VI - Nominations and Elections

Section 1. Nominations for the election of Vice-President, Secretary, Treasurer and two Members-at-Large shall be presented at the March meeting and the election will be held at the April meeting. The term of office shall be for one year and will begin at the conclusion of the May meeting

Section 2. A nomination committee consisting of three members shall be appointed by the President in February. The Vice President will chair this committee. There shall be one or more nominations for each office. Other nominations may be made from the floor provided permission of the candidate has been given.

Section 3. If the office of any officer shall become vacant for any reason the vacancy shall be filled by appointment of the Executive Board.

ARTICLE VII – Amendments

These bylaws may be amended by a majority vote of the members present at any regular meeting, provided the proposed amendment has been submitted in writing to the members 30 days in advance.

ARTICLE VIII - Non-profit Status

This organization is organized as a not-for-profit corporation exclusively for charitable, religious, educational, scientific or other purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code or the corresponding section of any future federal tax code. This corporation shall

not have any power to issue certificates of stock or declare dividends, and no part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this article. 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 in public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by corporations exempt for federal income tax under Section 501 (c) (3) of the Internal Revenue Code or the corresponding section of any future federal tax code 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 section of any future federal tax code.

More specifically, the nature, purposes and objective of the business to be transacted, promoted, or carried on by the corporation are as follows: 1) The development of public awareness and appreciation for the art of weaving, spinning and dyeing and its place in our culture, and to provide education to all interested persons in these skills or the knowledge thereof.

Upon the dissolution of this corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of this corporation, dispose of the assets of the corporation exclusively for the purposes of the corporation in such manner or to such organization or organizations operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 591 (c) (3) or the Internal Revenue Code of 1954 (or the corresponding provision of any future U.S. Internal Revenue Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the District Court of Sedgwick County, Kansas, in which county the principal office of the corporation is now located.

These amended and restated bylaws are adopted on this _____ day of _____, 2020, to be effective immediately.

President