

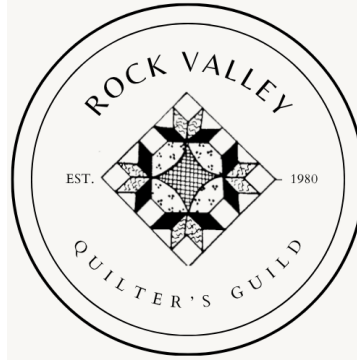
ROCK VALLEY QUILTER'S GUILD - Hands All Around
2026-2027 Theme - Let's Make A Quilt!

Tuesday, September 15, 2026

Program: **RVQG Annual Membership Meeting 2026/27**

Time: **6:30pm - 8:30pm**

Location: **UAW Hall, 1795 Lafayette St, Janesville, WI**



Ever wonder about the inner workings of Rock Valley Quilter's Guild? Wonder no more. In this program and our first general meeting of Membership Year 2026/27, we will review the following:

- **By-Laws review:** located on website & FB private page
- **Committee Job Descriptions:** located on website & FB private page
- **Board of Directors Job Descriptions:** located on website & FB private page
- **Volunteer opportunities & needs:** WE NEED YOUR HELP
- **Members Only section of the website:** Login & passwords
- **Private Facebook Group:** Member's only files will be located here and the website. Approved access is for current Member's only
- **Facebook & Instagram:** We have both and are open to the public. No private info will be shared here
- **Monthly tech help:** Provided by some of our most Technically savvy members at each of our General meetings
- **Registration Form:** Cell phone numbers are preferred, registration/renewal email must match website member's only access requests
- **Study Groups:** donation projects/forms, Study Group goals, contact info, Point of Contact responsibilities
- **Board Meetings:** All meetings are held at 5pm on the Monday prior to our General meetings, which are always the 3rd Tuesday of the month
- **Member Pictures:** It is the goal of the Webmaster to have member pictures for everyone. **Come prepared!** And remember, these pictures will be in the 2026/27 Member's Only section of our website!
- **Q & A**

1. Yvonne Carrillo

July 22, 2026 at 7:41:37 AM

Change from Feb 1 to March 1

2. Yvonne Carrillo

July 22, 2026 at 7:42:35 AM

Change Membership Year to Sep 1 to Aug 31

BYLAWS OF ROCK VALLEY QUILTER'S GUILD, INC.

ARTICLE I: NAME, PRINCIPAL OFFICE, AND REGISTERED AGENT

- A. Name. The name of the corporation is Rock Valley Quilter's Guild, Inc.
- B. Principal Office. The principal office of Rock Valley Quilter's Guild, Inc., a nonprofit corporation organized under the laws of the State of Wisconsin (hereinafter the "Corporation"), shall be in the State of Wisconsin.
- C. Registered Agent. The Corporation shall have and continuously maintain a registered office in the State of Wisconsin (which may be identical with the principal office) and the Board of Directors of the Corporation shall appoint and continuously maintain in service a registered agent in the State of Wisconsin who shall be an individual resident of the State of Wisconsin or a corporation, whether for profit or not for profit.

ARTICLE II: MISSION STATEMENT AND PURPOSES

- A. The objects and purposes of Rock Valley Quilter's Guild shall be an educational, nonprofit organization, to foster the art of quilting, and to maintain high standards of design and workmanship through cooperation and interchange of ideas and instruction in the methods of techniques of quilting.

ARTICLE III: MEMBERSHIP

- A. Membership. Membership shall consist of anyone who is nine years of age or older, who is interested in quilts and shall be admitted to membership upon payment of annual dues. Membership may be denied to persons whose conduct does not support the purposes, values, and objectives set forth in the By-Laws, policies, and mission statement of RVQG.
- 1

 B. Members. A member shall: 1) Actively participate in and support the projects and activities of the organization. 2) Have the privilege of voting and holding office, 3) Pay annual dues, due by beginning of the membership year, and 4) Any new member joining the Rock Valley Quilter's Guild after March 1st of each year shall pay membership dues of one-half the regular membership rate. This will count as a full credit toward the first membership year and 5) This shall not include any past or renewed members.
- 2

 C. Membership Year. Membership year shall be September 1 to August 31 of the following year.
- D. Visitors. A guest may attend a meeting by paying the visitor fee for that meeting as determined by the Board of Directors of the Corporation.

ARTICLE IV: BOARD OF DIRECTORS OF THE CORPORATION

- A. General Authority. There shall be a Board of Directors of the Corporation which shall manage, supervise and control the business, property and affairs of the Corporation. The Board of Directors of the Corporation shall be vested with the powers possessed by the Corporation itself, including the powers to determine the policies of the Corporation and prosecute its purposes, to appoint and remunerate agents and employees, to disburse the funds of the Corporation, and to adopt such rules and regulations for the conduct of its business, responsibility and authority as shall be deemed advisable, insofar as such delegation of authority is not inconsistent with or repugnant to the Articles of Incorporation or Bylaws of the Corporation (in their present form or as they may be amended) or to any applicable law.
- B. Membership. The Board of Directors of the Corporation shall be composed of at least five elected officers including President, First Vice-President Membership, Second Vice-President Programs,

Secretary, and Treasurer. The Board of Directors of the Corporation may, by resolution, change the number of the directors of the Corporation. Vacancies, as they occur on the Board of Directors of the Corporation by reason of a change in the number of directors, resignation, death, incapacity, or the like of one or more of the members thereof, shall be filled temporarily by act of the Board of Directors of the Corporation.

- C. Term of Office. Each director of the Corporation shall serve for a term of one year.
- D. Resignation. Any director may resign at any time by giving written notice to the President. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance thereof as determined by the President or Board of Directors of the Corporation.
- E. Removal. Any director may be removed from such office by a one-third vote of the directors at any regular meeting of the Board of Directors of the Corporation at which a quorum is present, for (1) violation of these Bylaws or (2) engaging in any other conduct prejudicial to the best interests of the Corporation. Such removal may occur only if the director involved is first provided (1) with adequate notice of the charges against him/her in the form of a statement of such charges and of the time and place of the meeting of the Board of Directors of the Corporation scheduled for the purpose of hearing or considering such action, sent by certified or registered mail to the last known address of such director, or by delivery in person to the personal residence or place of business of such director, (2) an opportunity to appear before the Board of Directors of the Corporation or forward a written statement thereto in presentation of any defense of such charges, no sooner than thirty days after the sending of such notice, and (3) a written explanation as to (if such is the case) why such director is being removed from such office. In these regards, the Board of Directors of the Corporation shall act on the basis of reasonable and consistent criteria, always with the objective of advancing the best interests of the Corporation.
- 3 F. Regular Meetings. A regular meeting of the Board of Directors of the Corporation shall be held monthly, at such time, day, and place as shall be designated by the Board of Directors of the Corporation; for the purpose of transacting such business as may come before the meeting, The Board of Directors of the Corporation may, by resolution, provide for the holding of additional regular meetings.
- G. Special Meetings. Special meetings of the Board of Directors of the Corporation may be called at the direction of the President or by a majority of the voting directors then in office, to be held at such time, day and place as shall be designated in the notice of the meeting.
- H. Notice. Notice of the time, day and place of any meeting of the Board of Directors of the Corporation shall be given at least fourteen days previous thereto by notice sent by mail, electronic communication, or telephone to each director at his/her address as shown by the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. The publication of the notice of the meeting in the Guild newsletter shall be deemed compliance with this notice requirement. The purpose or purposes for which a special meeting is called shall be stated in the notice thereof. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.
- I. Quorum. Thirty-three percent of the Board of Directors of the Corporation shall constitute a quorum for the transaction of business at any meeting of the Board of Directors of the Corporation, except if less than such number of directors is present at such meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.
- J. Manner of Acting. The act of a majority of directors at a meeting of the Board of Directors of the Corporation shall be the act of the Board of Directors of the Corporation. In the absence of a quorum, any action shall be recommendatory only, but may become valid if subsequently confirmed by a

majority vote, in conformance with the quorum requirements, of the Board of Directors of the Corporation.

- K. Compensation. Directors of the Corporation shall not receive any compensation for their services as members of the Board of Directors of the Corporation.

ARTICLE V: OFFICERS

- A. Officers. The officers of this organization shall be president, first vice-president membership, second vice-president programs, secretary, and treasurer.
- B. Election of Officers. The officers of the Corporation shall be elected by the members of the guild. The officers of the Corporation shall be members of the guild at the time of their election. Elections shall be held at the July guild meeting each year as specified in Article VI. below.
- C. Term of Office. The officers of the Corporation shall be installed upon election. Each officer shall hold office for one year.
- D. Resignation. Any officer may resign at any time by giving written notice to the President. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance thereof as determined by the President.
- E. Removal. Any officer may be removed by the Board of Directors of the Corporation at any regular or special meeting of the Board of Directors of the Corporation at which a quorum is present, for engaging in conduct prejudicial to the best interests of the Corporation.
- F. Vacancies. In the case of resignation of a member of the Board of Directors of the Corporation or, if for any other reason including ineligibility or removal, a member of the Board of Directors of the Corporation is unable to complete his/her term, the Board of Directors of the Corporation shall elect a temporary successor to complete the unexpired term.
- G. The President shall: 1) Preside at all meetings of the organization and shall be chairperson of the Board of Directors of the Corporation. 2) Be the chief administrative officer of the organization and shall make a report of the organization at the annual meeting. 3) Appoint the chairpersons of committees and be ex-officio member of all committees designated in the policies of the guild except the nominating committee. 4) Have such usual powers of supervision and management as may pertain to the office of president, and 5) Shall have the annual reports of officers and chairpeople by the July elections. 6) For the annual budget meetings, all programs will provide budget reports/request in advance of the scheduled meeting.
- H. The First Vice-President Membership shall: 1) Be a member of the Board of Directors of the Corporation. 2) Be responsible for membership involvement. 3) In the absence of the President, the First Vice-President Membership shall serve in the order of that office and perform such duties assigned to the President. 4) Coordinate membership list with the treasurer, 5) Be responsible for updating the Membership information which will include the names, addresses, phone numbers and birth dates of members; a list of the current officers; and chairpersons; a history of the Rock Valley Quilter's Guild; a list of the study groups and their contact information; the By-Laws and the current Rock Valley Quilter's Guild policies. 6) Be ex-officio member of committees designated in the policies of the Guild.
- I. The Second Vice-President Programs shall: 1) Be a member of the Board of Directors of the Corporation. 2) Be responsible for program involvement including contractual agreements for programming, workshops, and retreats. 3) In the absence of the President and First Vice-President Membership shall serve in the order of that office and perform such duties assigned to the President or

First Vice-President Membership. 4) Be ex-officio member of committees designated in the policies of the Guild.

- J. The Secretary shall: 1) Be a member of the Board of Directors of the Corporation. 2) Record the minutes of all meetings. 3) Be in charge of any correspondence provided by the Board of Directors of the Corporation. 4) Be ex-officio member of committees designated in the policies of the Guild.
- K. The Treasurer shall: 1) Be a member of the Board of Directors of the Corporation. 2) Be the chief financial officer of the organization. 3) Have general care and custody of all securities and funds. 4) Collect and disburse the funds of the organization. 5) Present a financial report at each meeting of the Board of Directors of the Corporation and Annual meeting. 6) Be authorized to sign checks of the Guild. 7) Obtain annual audit, 8) File all licensing and corporate reports and maintain copies. 9) Be ex-officio member of committees designated in the policies of the Guild; 10) Coordinate Membership list with Vice-President Membership; and 11) Coordinate Annual Budget Meeting.

ARTICLE VI: COMMITTEES AND ELECTIONS

- A. BOARD OF DIRECTORS OF THE CORPORATION shall: Consist of the elected officers.

DUTIES. The Board of Directors of the Corporation shall: 1) Have general supervision of the affairs of the Guild between business meetings. 2) Fix the hour and the place of Board of Directors of the Corporation meetings for the whole year. 3) Make recommendations to the Guild members. 4) Perform such other duties as are specified by these Bylaws. 5) The Board of Directors of the Corporation shall be subject to the orders of the Guild and none of its acts shall conflict with the action taken by the Guild. 6) The Board of Directors of the Corporation shall prepare annual written reports and deliver them to the President, First Vice-President Membership and Second Vice-President Programs at the July Guild meeting.

MEETINGS shall: 1) Be held when needed. 2) May be called by the President, two other members of the Board of Directors of the Corporation, or 3) by written request of five members of the Guild.

A QUORUM shall: 1) consist of 33% of the Board of Directors of the Corporation.

- 5 B. NOMINATING COMMITTEE: The nominating committee shall be composed of three members appointed annually by the Board of Directors.

- 1) To be eligible for appointment to the nominating committee, a member must:
- i) Be an active Guild member immediately preceding the elections, and
 - ii) Have participated in one or more committees of the Guild or served as a Board of Director of the Corporation.

- 2) It is strongly recommended that the nominating committee consult with each of the Board of Directors in preparing the slate of candidates.

- 3) Secure Chairs for RVQG committees.

NOMINATIONS: The nominating committee shall: 1) Be responsible for preparing a slate of nominations for officers of this organization. 2) Present this slate to the Board of Directors of the Corporation at the March board meeting with final slate at the April board meeting. 3) Present the slate to the members at the June Guild meeting and include a list of nominations in the newsletter three weeks preceding the July Guild meeting. 4) Before the election, nominations from the floor shall be permitted, with the consent of the nominee. 5) Secure Chairs for RVQG committees.

- C. ELECTIONS: Board of Directors of the Corporation shall be elected at the July Guild meeting of each year and shall hold office for one year or until replacements are found to fill an unexpired term,

beginning at the end of the Annual Budget Meeting. Elections shall be by ballot vote for a contested election. Ballots shall be provided by the Secretary. In the case of an uncontested office, it may be held by a voice or hand vote. In the event of a vacancy of a member of the Board of Directors of the Corporation, any such election to fill a vacancy shall be held in compliance with the pertinent portions of the Bylaws set forth.

- D. OTHER COMMITTEES. The President may create such other committees of the Corporation as he/she deems advisable and define their duties. In addition to the specific duties of the committee that each person chairs, each committee chairman shall be required to submit a written annual report to the President, Vice-President Membership, and Vice-President Programs before or at the July meeting of the Guild each year.

ARTICLE VII: FISCAL YEAR AND ANNUAL MEETING

The fiscal year of the Corporation shall commence on January 1 and terminate on December 31.

The Annual Membership Meeting shall: 1) Be held during the month of September of each year, the exact date determined by the Board of Directors of the Corporation, 2) Report the annual budget as set forth at the Annual Budget Meeting and 3) Transact such other business as necessary.

ARTICLE VIII: SEAL

The Board of Directors of the Corporation may provide a corporate seal which shall be in the form of a circle and shall have inscribed thereon the name of the corporation and the words "Corporate Seal, State of Wisconsin."

ARTICLE IX: INDEMNIFICATION

- A. The Corporation shall be authorized to indemnify each member of the Board of Directors of the Corporation as described in Article IV hereof, and each of its officers, as described in Article V hereof, for the defense of civil or criminal actions or proceedings as hereinafter provided and notwithstanding any provision in these Bylaws, in a manner and to the extent permitted by applicable law.
- B. The Corporation shall indemnify each of its directors and officers, as aforesaid, from and against any and all judgments, fines, amounts paid in settlement, and reasonable expenses, including attorney's fees, actually and necessarily incurred or imposed as a result of such action or proceeding or any appeal therein, imposed upon or asserted against him/her by reason of being or having been such a director or officer and acting within the scope of his/her official duties, but only when the determination shall have been made judicially or in the same manner herein provided that he/she acted in good faith for a purpose which he/she reasonably believed to be in the best interests of the Corporation and, in the case of a criminal action or proceeding, in addition, had no reasonable cause to believe that his/her conduct was unlawful. This indemnification shall be made only if the Corporation shall be advised by its Board of Directors of the Corporation acting 1) by a quorum consisting of directors who are not parties to such action or proceeding upon a finding that, or 2) if a quorum under (1) is not obtainable with due diligence, upon the opinion in writing of legal counsel that, the director or officer has met the foregoing applicable standard of conduct. If the foregoing determination is to be made by the Board of Directors of the Corporation, it may rely, as to all questions of law, on the advice of independent legal counsel.
- C. Every reference herein to be a member of the Board of Directors of the Corporation or officers of the Corporation shall include every director and officer thereof. This indemnification shall apply to all the judgments, fines, amounts in settlement, and reasonable expenses described above whenever arising, allowable as above-stated. The right of indemnification herein provided shall be in addition to any and all rights to which any director or officer of the Corporation might otherwise be entitled and provisions hereof shall neither impair or adversely effect such rights.

ARTICLE X: LIMITATION ON ACTIVITIES

The Corporation shall use its funds only to accomplish the objectives and purposes specified in these Bylaws, and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, or other private individuals, or other organizations organized and operating for profit, except that the Corporation is authorized and empowered to pay reasonable compensation for services rendered.

ARTICLE XI: DISSOLUTION

On Dissolution or final liquidation, the Board of Directors of the Corporation shall, after paying and making provision for the payment of all of the lawful debts and liabilities of the Corporation, distribute all of the assets of the Corporation in the following manner: Seventy-five percent (75%) will be distributed to public libraries in Rock County, Wisconsin, as determined by the Board of Directors of the Corporation, for the purchase of quilt related library media, and twenty-five percent (25%) will be distributed to the Rock County Historical Society, Janesville, Wisconsin, for the restoration of antique quilts.

ARTICLE XII: AMENDMENTS TO BYLAWS

AMENDMENT OF BYLAWS. These bylaws can be amended at any monthly meeting of the Guild by a one-third vote of the active membership present, provided that the amendment has been submitted to each member, by publication in the Guild newsletter, on website and social medias, not less than three weeks preceding the monthly meeting.

ARTICLE XIII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Roberts Rules of Order, Newly Revised, shall govern the guild in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the guild may adopt.

Adopted January 16, 2018
RVQG/Bylaws.RVQG.FINAL.2018.PASSED

COMMUNITY SERVICE PROJECT REPORT

As quilters, we love to share our love of quilting with others. There are many people and places that appreciate our sewing skills. Many of you probably also know of deserving places or individuals that would appreciate the comfort a quilt or other handmade objects would bring. Please let us know of your favorite charities or individuals that you have donated to lately. Check out [Project Linus](#) as well, . Thank you for your generosity and kindness.

SERVICE PROJECT REPORT

Date of Donation:

Name of Individual / Study Group:

Name and City of Recipient:

Description of Project, including size & type:

Please direct this completed form to Karen Brunsell, kbquilts45@gmail.com or (608) 754-8278