

**FOX CHAPTER OF THE
AMERICAN NEEDLEPOINT GUILD, INC.
BYLAWS**

ARTICLE I – NAME

The name of this organization shall be the Fox Chapter of the American Needlepoint Guild, Inc. (ANG)

ARTICLE II – OBJECTIVES

- Section 1. The objective and purpose of this non-profit Chapter is exclusively for education and cultural development through participation in and encouragement of interest in the art of needlepoint as defined by ANG.
- Section 2. The objectives of this Chapter shall be promoted through personal contact, communications, meetings, classes and exhibitions of needlepoint.
- Section 3. The objectives will also be promoted through study of needlepoint's history, its uses and forms, and through the encouragement of individual creativity in adapting its forms to modern usage.
- Section 4. Although the ANG National organization is a registered 501(c)(3) non-profit, tax-exempt entity, each chapter must determine whether to file individually for this status. The Fox Chapter has chosen not to file, and thus will be considered solely as a non-profit group as defined by the State of Illinois.

ARTICLE III – MEMBERSHIP

- Section 1. Any person who subscribes to the objectives of this Chapter may become a member, subject to compliance with the provisions of these bylaws. This Chapter is non-discriminatory as to race, ethnicity, gender, sexual orientation, socio-economic status, age, physical abilities, religious beliefs, political beliefs or other ideologies.
- Section 2. A member in good standing upholds the objectives of the organization and is current in payment of ANG dues, Chapter dues and any other fees which may be due to either ANG or the Chapter
- Section 3. Members in good standing shall have all the obligations and privileges of membership including the rights to take part in debate, make motions, vote and hold office.

ARTICLE IV – FINANCES

- Section 1. The fiscal year of this Chapter shall be from May 1st of each calendar year through April 30th of the following year.

- Section 2. Annual dues for Chapter membership shall be set by the Chapter Board of Directors with approval of the membership. National dues for ANG membership shall be set by the ANG Board of Directors.
- Section 3. Chapter dues shall be paid to the Chapter Treasurer on or before the last day of April (04-30) each year and shall be delinquent after that date.
- Section 4. New members shall pay the yearly dues for the Fox Chapter at the time of joining. Members who terminate their membership during a year for which their dues have been paid will forfeit their annual dues.
- Section 5. National ANG dues shall be paid directly to the National Guild membership office by the date listed on the dues notice. National dues must be paid before chapter membership is valid.
- Section 6. All funds received by the chapter by way of income, gifts or other means, shall be deposited in suitable depositories and disbursed as directed in the Chapter's annual budget.

ARTICLE V – OFFICERS AND ELECTIONS

Section 1. Officers

- A. The elected officers of this chapter shall be President, First Vice President (Programs), Assistant First Vice President (Programs), Second Vice President (Membership/Publicity), Secretary, Treasurer, Newsletter Editor and Internet Coordinator.
- B. Officers shall be elected by a show of hands at a regular meeting of the Chapter in the month of March. A majority of legal votes cast by those present and voting shall constitute election to office
- C. No member shall be eligible to serve a third consecutive term in the same office except for the offices of Newsletter Editor and Internet Coordinator. There shall be no limit on the number of terms the Newsletter Editor and Internet Coordinator may serve.
- D. If no member of the guild holds the necessary skills to serve as Internet Coordinator, the Board of Directors will appoint a Contractor/Volunteer to serve in the position until a member becomes available. The Contractor/Volunteer will not serve as a Board Member and will have no voting rights.
- E. Write-in candidates shall be permitted.
- F. Elected officers, with the exception of the Assistant First Vice President (Programs) shall assume their official duties on May 1st following their election and serve for a term of two (2) years or until the election of their successors.
- G. The President, Treasurer, Newsletter Editor and Internet Coordinator shall be elected in even-numbered years. The First Vice President (Programs), Second Vice President (Membership/Publicity) and Secretary shall be elected in odd-numbered years.
- H. The Assistant First Vice President (Programs) shall be elected for a one-year term, in the even numbered year prior to the last year of the final term of the First Vice President (Programs) and shall be a nominee for First Vice President (Programs) in the

odd-numbered year following the last year of the First Vice President's (Programs) final term.

Section 2. Vacancies in Office

- A. A Vacancy in any elected office, other than the President, shall be filled for the unexpired term by a majority vote of the Board of Directors on a recommendation of the remaining elected officers.
- B. In the event the President decides to leave office, they should send a letter of resignation to the First Vice President (Programs). The First Vice President (Programs) will serve as President until the Board provides a candidate. Once a candidate has been determined, the Board will notify the membership either electronically or by mail. At the next regular meeting of the Guild an election for President will be held. The newly elected President will serve the remainder of the term vacated by the previous President.

Section 3. Method for Submitting Resignations

An officer, unable or unwilling to complete their term of office shall submit a signed letter of resignation to the Board of Directors. The resignation will become effective on the date the Board accepts the resignation. The letter of resignation and date of its acceptance shall be recorded in the Board of Director's minutes.

Section 4. Nominations and Method of Election

- A. A Nominating Committee shall be composed of three members, one of whom shall be a member of the Board of Directors (excluding the President), chosen by the Board of Directors. The Committee's Board Member will serve as the Chairperson of the Nominating Committee. At the September meeting the membership shall elect two additional Committee members by accepting nominations from the floor.
- B. The Nominating Committee shall nominate one (1) eligible person for each office to be filled and shall report the names of the nominees to the membership at the February Chapter Meeting. All nominees must have previously consented to serve, if elected. In the event that the February meeting is cancelled, the list of nominees will be communicated to the membership via email or US postal mail.
- C. At the Chapter meeting in March, additional nominations from the floor shall be requested. Only those persons who have signified their consent to serve if elected may be nominated.
- D. A vacancy in the Nominating Committee shall be filled by the President with the approval of the Board of Directors of the Chapter.

ARTICLE VI – DUTIES OF OFFICERS

Section 1. Elected Officers

- A. All Elected Officers shall be voting members of the Chapter's Board of Directors.
- B. The President shall:
 - (1) Preside at all meetings of the Chapter.
 - (2) Coordinate the work of the officers and committees.

- (3) Appoint an auditing committee, not to include the Treasurer or the President, to review the Treasurer's books annually, and whenever there is a change of Treasurer. The committee shall consist of two (2) or more chapter members and shall submit its report at the next scheduled Chapter meeting following the review for action by the membership.
- (4) Appoint committee chair persons, as needed, with the approval of the Board of Directors.
- (5) Be a signatory on the chapter's bank account(s).
- (6) Be an ex-officio member of all committees except the Nominating Committee and the Auditing Committee.
- (7) Call meetings of the Board of Directors.
- (8) Submit all required reports to the North Central Area Representative, the ANG Vice President of Membership and the ANG Membership when due.

C. The First Vice President (Programs) shall:

- (1) Be responsible for all programs and speakers.
- (2) Be an aide to the President.
- (3) Assume the duties of the President in the absence of the President.
- (4) Serve as Chairperson of the Program Standing Committee.
- (5) In January of the even numbered year of their first term, inform the nominating committee of their intent to run for a second term.

D. The Second Vice President (Membership/Publicity) shall:

- (1) Be responsible for seeking new members and for all chapter publicity.
- (2) Serve as Chairperson of the Membership and Publicity Standing Committee.

The Committee will:

- a. Be responsible for encouraging new membership as well as making potential members feel a part of the group at meetings.
- b. Be responsible for all chapter publicity for outreach, media and special events.
- c. Prepare an annual roster book for each member to include the names, addresses, phone numbers and email addresses of all members.
- d. Maintain the Chapter's Membership List on the ANG website after verifying the status of paid members with the Treasurer.
- e. Along with the Treasurer, provide a dues reminder to members at least 30 days before their Chapter dues are required.

E. The Secretary shall:

- (1) Prepare the minutes of all meetings of the Chapter Membership and Board of Directors.
 - a. Minutes shall be retained for the life of the chapter and may be saved on paper, or electronically, or both.
 - b. Hand over all previous minutes to the new Secretary once an election has taken place.
- (2) Submit the draft minutes of the chapter meetings to the membership via email or postal mail in advance of the next meeting. The draft minutes will be

presented at the next chapter meeting and once approved will be archived on the chapter website for future reference.

- (3) Present the minutes of the previous Board of Directors Meeting at the Board of Directors meeting. Copies of the draft minutes will be sent to all board members electronically or by postal mail prior to the next meeting when they will be submitted for approval.
- (4) Send communications as directed by the President, the Board of Directors, or the Membership.

F. The Treasurer shall:

- (1) Be the custodian of all Chapter Funds
- (2) Keep a full and accurate account of receipts and expenditures/disbursements.
- (3) Present a Treasurer's report at every Chapter meeting and Board of Directors meeting.
- (4) Prepare an annual budget, with the help of the other elected officers, and present the budget to the membership for approval no later than the June Meeting.
- (5) Along with the Second Vice President (Membership/Publicity), provide a dues reminder to members at least 30 days before their Chapter dues are required.
- (6) Submit all financial records to the Auditing Committee annually.
- (7) Maintain an accurate and complete list of all Chapter members.

G. The Newsletter Editor shall:

- (1) Be responsible for the designing, compiling and mailing or emailing a Chapter Newsletter a minimum of four (4) times per year.
- (2) Be responsible, in conjunction with the Internet Coordinator, for issuing general information to the membership via email or postal mail.

H. The Internet Coordinator shall:

- (1) Serve as the Chapter's Internet Representative to National ANG.
- (2) Be responsible for the maintenance and updating of the Chapter's website.
- (3) Be responsible, in conjunction with the Newsletter Editor, for issuing general information to the membership via email or postal mail. General information will include but is not limited to project information, notice of meeting cancellations, miscellaneous information regarding members.
- (4) Be responsible for posting the Chapter Bylaws and Chapter Policies on the Chapter website. (This was originally the responsibility of the Second Vice President (Membership/Publicity)).

I. The Assistant First Vice President (Programs) shall:

- (1) Assist the First Vice President (Programs) in planning of all programs and special events for the Chapter.
- (2) Stand for election as the First Vice President (Programs) in the odd numbered year following the last year of the final term of the previous First Vice President (Programs).

- Section 2. All Officers shall perform the duties prescribed by these bylaws, special or standing rules of order, which have been adopted, or by the parliamentary authority adopted by the Chapter and any additional duties assigned from time to time by the President or the Board of Directors.
- Section 3. An elected officer may be removed from office for neglect of duty in office, abuse of their authority or other misconduct by a 2/3 vote of the members present and voting at a regular membership meeting or a special meeting called for this purpose at which there is a quorum.

ARTICLE VII – MEETINGS

- Section 1. Regular meetings of the Chapter shall be held the second Tuesday evening of each month unless otherwise ordered by the Board of Directors or the membership.
- Section 2. The regular meeting in March shall be known as the Annual Meeting and shall be for the purpose of electing officers, receiving reports of officers and committees and for any other business that may arise.
- Section 3. A special meeting of the Chapter may be called at the request of the Board of Directors or at the request of five members or 30% of the members, whichever is fewer. Except in the case of emergency, a minimum of one week's notice will be given to all members along with the business to be transacted at the special meeting.
- Section 4. A majority of members in good standing, present and voting shall constitute a quorum for the transaction of business at any regular meeting.

ARTICLE VIII – BOARD OF DIRECTORS

- Section 1. The Board of Directors shall consist of the Elected Officers and the Standing Committee Chairs, as voting members. A past President, appointed by the President, shall be an ex-officio member of the Board of Directors.
- Section 2. The duties of the Board of Directors shall be to:
- A. Conduct the business of the Chapter between meetings of the membership.
 - B. Propose changes in the membership dues to the membership, as needed.
 - C. Promote adopted projects.
 - D. Propose changes to the Chapter's bylaws or policies for approval by the membership.
- Section 3. The Board of Directors shall meet at least quarterly at the call of the President. Special meetings of the Board of Directors shall be held at the request of the President or at the request of three (3) of its members.
- Section 4. A majority of the voting members of the Board of Directors shall constitute a quorum.

ARTICLE IX – STANDING AND SPECIAL COMMITTEES

- Section 1. The Standing Committees of the Chapter shall be Correspondence/Sunshine, Education, Historian, Incentive, Librarian, Membership/Publicity, Community Outreach and Programs. The duties of the standing committees shall be established in the Standing Rules/Policies of the Chapter.
- Section 2. Special Committees needed to promote the objectives of the Chapter may be established by the President, the Board of Directors or by the Membership.
- Section 3. The President shall be an ex-officio member of all committees except the Nominating Committee and the Auditing Committee.

ARTICLE X - DISSOLUTION

Upon dissolution of the Chapter, after paying or adequately providing for the debts and obligations of the Chapter, the remaining assets shall be distributed to ANG, an organization exempt under Section 501(c)(3) of the Internal Revenue Code or as amended hereafter. None of the funds shall revert to any individual member.

ARTICLE XI – PARLIAMENTARY AUTHORITY

The current edition of *Robert's Rules of Order Newly Revised* shall govern the Chapter in all cases in which they are not inconsistent with these bylaws or any special Rules of Order which have been or may be adopted.

ARTICLE XII – AMENDMENTS

- Section 1. These bylaws may be amended at any regular membership meeting of the Chapter by a two-thirds (2/3) vote of the members present and voting, provided that notice of the proposed amendment(s) have been submitted to the membership at least thirty (30) days in advance.
- Section 2. No bylaws amendment affecting the object or purpose of ANG shall be permitted.
- Section 3. Any bylaws amendment(s) adopted by ANG that necessitates amendment(s) to the Chapter bylaws shall automatically be incorporated in the Chapter bylaws and the membership informed of such change(s) at the next regular meeting.

Adopted by: The Fox Chapter of the American Needlepoint Guild, Inc.

On this Date: October 12, 2021

Located at: Meeting in Algonquin, Illinois, Chapter #IL-02.

Chapter President: Eva-Marie Rill

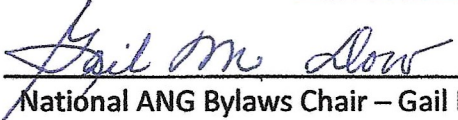
Chapter President's Signature: 

Chapter President's ANG Membership #: 50557811

Chapter President's Address: 6 N. Owen, Mount Prospect, IL 60056

Chapter President's Phone Number: 847-421-9962

Chapter President's Email Address: frauevi@wowway.com

Approved By: 
National ANG Bylaws Chair – Gail Dow

Date Approved By ANG: 25 October 2021

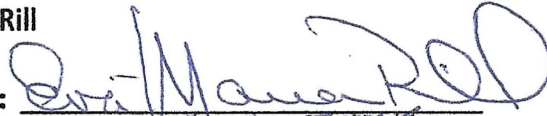
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Chapter President's Signature:



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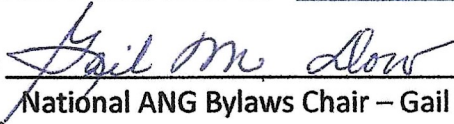
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