



RUG BRAIDERS INTERNATIONAL

BY-LAWS

June 2020; Amended June 10, 2023 and April 2025

Article I – Name

The name of this organization shall be Rug Braiders International, formerly Valley Forge Rug Braiding Guild, an independent and unaffiliated non-profit organization.

Article II – Purpose

The purpose of this organization is to educate others about rug braiding, and maintain the art and craft of rug braiding.

The specific objectives and purposes of this organization shall be:

- A. to provide fellowship among those interested in all aspects of rug braiding
- B. to educate others in the techniques of rug braiding
- C. to train teachers of rug braiding
- D. to promote education in the craft through speakers, classes, conferences, and exhibits
- E. to further the artistry of rug braiding through rug challenges
- F. to seek exhibit opportunities for members to show their braided rugs
- G. to create rugs as a group that will either be sold to raise funds, or donated to institutions or individuals

Article III – Membership and Dues

Membership in this organization is open to any individual interested in braiding rugs.

A. Members:

- Attend physical and virtual meetings regularly and, when possible, in person
- Serve on the Executive and General Boards, or Committees
- Assist with routine meeting chores
- Participate in group projects or exhibits
- Vote on issues presented at meetings, and may appoint a voting representative to cast a vote for them if they are unable to attend a meeting
- May receive discounted fees on events such as conferences
- May attend the Members-only Retreat
- Register for conferences and classes a day earlier than non-Members
- Receive the guild's newsletter via email notification

B. Dues:

- The annual dues for Members shall be determined by the Board, due and payable July 1 each year
- Dues are not refundable
- Dues shall be prorated after February

Article IV – Meetings

A. General Information

1. Meetings can occur in person and/or via digital platforms.
2. In-person meetings may be canceled due to inclement weather or unavailability of the facility; in this event, a virtual platform meeting will be scheduled.
3. Non-members may attend all meetings of the General Membership for a fee.

B. Executive Board Meetings

1. The Executive Board shall meet a minimum of two times a year.

C. General Membership Meetings

1. The organization shall meet once each month beginning in September and ending in June.
2. Meeting dates will be announced via a yearly schedule and posted on the website.
3. A **Quorum** shall consist of two officers and at least thirty percent (30%) of membership present physically or virtually.
4. Issues to be voted on shall be decided by a simple majority of those present at a meeting in which there is a quorum, plus any additional votes that have been arranged by proxy, which includes votes registered prior to the meeting by an internet-based ballot sent out to all members at least 3 days prior to the meeting.

D. Special Meetings

1. Special Meetings may be called by the Executive Board or by request of three general members.
2. The times of Special Meetings will be announced via emails to members at least one week prior to the meeting.

Article V – Officers and Governing Boards

A. General Information

All officers serve in a voluntary capacity and receive no compensation for their roles as officers, except that they shall be allowed reasonable advancement or reimbursement of expenses. Any officer may be hired as a lecturer, teacher, or braider and paid at a rate commensurate with other members and the public.

B. Executive Board Officers

The elected officers of this organization shall be the President, Vice President, Secretary and Treasurer. They shall constitute the **Executive Board**. The Executive Board shall establish a budget by June 30 of each year.

1. The **President** shall:

Be the Chief Administrative Officer of the organization. Preside at all general meetings of the organization and at all meetings of the Executive Board. Appoint Committee Chairpersons. The President will promote the purpose of the Guild, manage the Guild's business affairs, administer Guild policies, maintain the Guild's non-profit and tax-exempt status, and facilitate the Guild's General and Board meetings.

2. The **Vice-President** shall:

Assist the President as necessary. Preside over general meetings in the President's absence, assist the President in managing the Guild's business affairs and policies, oversee the bylaws, and be responsible

for the budget projection, evaluation, and presentation. The Vice President coordinates the purchase of insurance for the organization's staff and events.

3. The **Secretary** shall:

Keep the minutes of all monthly meetings of the organization, maintain permanent records of all meetings, distribute minutes to the membership in a timely manner, and handle all correspondence.

4. The **Treasurer** shall:

The Treasurer will have care and custody of the Guild's funds, maintain accounts payable and receivable, provide financial data for the audit at the close of each fiscal year, and present a Treasurer's report to the General Membership twice yearly. The Treasurer shall be responsible for both federal and state government non-profit filings. The Treasurer shall assist in the annual preparation and presentation of the proposed budget at the September General meeting.

C. Terms of Office and Installation of Executive Board

1. The President will serve a term of two (2) years, be installed in even numbered years and may serve for two (2) consecutive terms.
2. The Vice President will serve a term of two (2) years, be installed in odd numbered years and may serve three (3) consecutive terms.
3. The Secretary will service a term of two (2) years, be installed in even numbered years and may serve three (3) consecutive terms.
4. The Treasurer may serve continually.
5. The Nominating Committee shall present a slate of nominees for offices up for election to membership at the April meeting.
6. Other nominations can be taken from the floor at the April meeting and also prior to voting at the May meeting. The slate of officers shall be voted on and installed at the May meeting.
7. Transition from old to new will occur during the month of June.

D. The General Board

1. General Information

The General Board shall consist of the Executive Board and the Chairpersons of all Committees.

The Executive Board may create additional committees as needed, such as finance, fundraising, archives, etc. A Committee may be disbanded as by the Executive Board if no longer needed.

The Chairpersons of all committees are appointed by the Executive Board for a term of two (2) years and may serve continually. A Committee Chairperson may call meetings as needed regarding the committee's business. When requested by the Guild President, a Committee Chairperson will report on Committee activities to the Executive Board or the General Membership.

2. Committees may include, but shall not be limited to the following:

- a. Program Committee
- b. Education Committee
- c. Membership Committee
- d. Retreat Committee
- e. Conference Committee
- f. Fundraising/Scholarship Committee
- g. Media Committee

h. Nominating Committee

3. Descriptions of Committee Responsibilities

a. Program Committee:

Responsible for planning the monthly meeting's agenda including workshops, demonstrations, or speakers; performing set-up and clean up for meetings; maintaining a calendar of any visits to museums or exhibits and summer programs; and seeking out exhibit opportunities for members.

b. Education Committee:

Responsible for educating new and existing members in the skills of rug braiding, and in how to teach rug braiding to others. Promote and assist teaching community classes in Beginner Rug Braiding. Assist the Spring Braid Conference Committee with soliciting class proposals from instructors in rug braiding and related fiber arts, in choosing a Speaker for the Conference, and class evaluation forms.

c. Membership Committee:

Responsible for keeping monthly attendance records, compiling a membership list for publication in October with updates as needed, greeting new members and supplying them with a membership list.

d. Retreat Committee:

Responsible for coordinating any retreats including site selection, registration, agenda, menu, lodging and logistics, communications with attendees and post-event evaluations.

e. Conference Committee:

Responsible for coordinating conferences including site selection, registration, agenda, menu, lodging and logistics, solicitation and selection of classes and teachers, selection of Speaker, communications with attendees and post-event evaluations.

f. Fundraising/Scholarship Committee:

Responsible for coordinating all charitable endeavors or community service projects.

g. Media Committee:

Responsible for maintaining the organization's website, and for publication and distribution of a newsletter, both of which will inform the membership of all events and activities of the organization.

h. Nominating Committee:

Responsible for soliciting candidates interested in fulfilling officer positions for the coming elections. This Committee Chairperson will be appointed by the President in February and submit a slate of nominees for open offices at the April meeting.

Article VI – Budget

A. A fiscal year will be followed, with a budget year starting July 1 and ending June 30 of the following calendar year.

B. The Vice President shall collect budget requests for the following year by May 1 from all Executive Board and Committee Chairpersons.

C. By May 15 the Vice President will assimilate the requested budget and submit to the Executive Board for review, modification and approval. Budget will be based on the projected revenue from the retreat and conference.

D. It will result in a balanced budget, meeting corporate guidelines.

E. The budget will be presented to membership at the June meeting as a projected budget.

F. The budget will be presented to membership for approval (majority vote) in September.

G. Any funds allocated and not used shall return to the reserve fund at the end of the fiscal year, except for the Fundraising/Scholarship Committee which will notify the Treasurer by June 30 of that fiscal year of the amount of the Fundraising/Scholarship Committee's funds that will be retained separately and used only for scholarship and charitable purposes. These funds will be kept separate from the reserve fund until such time as the dissolution of the organization, at which time all remaining reserve and Fundraising/Scholarship Committee funds will be combined, any outstanding invoices paid, and the remainder directed to another non-profit organization.

H. Reserve funds can be used for un-anticipated expenses by approval of the Executive Board.

I. A copy of the approved budget must be presented in the October newsletter.

Article VII – Amendments of By-Laws

These by-laws may be amended at any regular meeting at which there is a quorum present physically or virtually by a simple majority vote, provided the amendment has been submitted in writing at the previous regular meeting and appeared in the Newsletter prior to the vote. The quorum includes members who, prior to the meeting, cast a vote by an internet-based ballot sent out to all members at least 3 days prior to the meeting.

Article VIII – Conflict of Interest Policy

Whenever an officer has a financial or personal interest in any matter coming before the Executive Board, the Board shall ensure that:

A. The interest of such officer is fully disclosed to the Executive Board.

B. No interested officer may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting at which such matter is voted upon.

C. Any transaction in which an officer has a financial or personal interest shall be duly approved by members of the Executive Board not so interested or connected as being in the best interests of the organization.

D. Payments to the interested officer or director shall be reasonable and shall not exceed fair market value.

E. The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

Article IX – Dissolution of the Organization

Should the organization be dissolved:

A. The dissolution of the Organization shall occur only upon a vote to dissolve by 2/3 majority of members' votes either during a virtual meeting, or votes cast prior to the meeting by an anonymous internet-based ballot sent out to members at least 3 days prior to the meeting.

B. A meeting to dissolve the guild will be advertised with a published notification prior to said meeting.

C. The Guild will honor any contractual obligations, such as finishing group rugs or paying for purchased services.

D. Upon dissolution any funds remaining in the treasury shall be distributed to one or more non-profit organizations to be voted on by the active members in attendance at the advertised meeting.

E. The President and Secretary will execute filings of paperwork/notifications to the Federal Government and state of Pennsylvania as necessary.

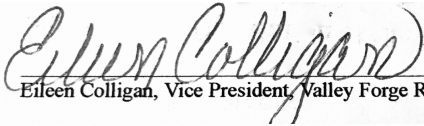
Adoption of Bylaws

We, the undersigned, are all of the initial incorporators of this corporation, and we consent to, and hereby do, adopt the foregoing Bylaws, consisting of the six preceding pages, as the Bylaws of this organization.

ADOPTED AND APPROVED by the Executive Board on this 20th day of June, 2020.



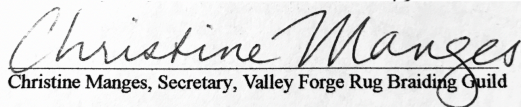
Coleen Blaisdell, President, Valley Forge Rug Braiding Guild



Eileen Colligan, Vice President, Valley Forge Rug Braiding Guild



Deborah Wykosky, Treasurer, Valley Forge Rug Braiding Guild



Christine Manges, Secretary, Valley Forge Rug Braiding Guild