

CURRENT 9/02 Revision GQG BYLAWS

1 **GLENDALE QUILT GUILD, INC. BY-LAWS**
2 **REVISED SEPTEMBER 2002 - With 2009 Proposed Revisions**

3
4 **ARTICLE XI LOGO**

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6 The **Guild** will have a corporate logo or logos adopted by the **General**
7 **Membership**. The logo(s) may be used for all authorized **Guild** activities. All
8 use of the logo(s) other than provided in the Bylaws must be authorized in
9 advance by the **Executive Board**.

10
11 **ARTICLE XII PARLIAMENTARY AUTHORITY**

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13 The rules contained in the latest edition of *Robert's Rules of Order*, as revised,
14 shall cover the **Guild** in all cases to which they are applicable and in which they
15 are not inconsistent with these Bylaws or with any special rules the **Guild** may
16 adopt.

17
18 **ARTICLE XIII BYLAWS**

19
20 **Section 13.01 Adoption of Bylaws**

21
22 These Bylaws were adopted at a **General Membership** meeting of the **Guild** by
23 a two-thirds (2/3) vote of the **Active Members** present.

24
25 **Section 13.02 Amendment of Bylaws**

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27 These Bylaws may be amended at any **General Membership** meeting by a two-
28 thirds (2/3) vote of a quorum of **Active Members** present at the meeting. The
29 proposed changes shall be "**Noticed**" (provided) to the **Active Membership** via
30 communication method(s) determined by the **Executive Board**. Methods may
31 include, but are not limited to:

- 32 publication in the Newsletter,
- 33 posting to the **Guild** website,
- 34 written copies available at a **General Membership** meeting, or
- 35 delivery of an electronic file or text.

36 Proposed Bylaws changes must be **Noticed** to the **Active Membership** no later
37 than the meeting immediately preceding the meeting at which the vote is taken.

38
39 **ARTICLE XV INCORPORATION (move into Name section).**

40 The **Guild** was incorporated under the laws of the State of California. **The name**
41 **is Glendale Quilt Guild, Inc. (March 1987), AKA Glendale Quilt Guild.** (must
42 check on accuracy of data and exact wording).

43
44 **ARTICLE XVI DISSOLUTION**

45 **Section 16.01 Vote to Dissolve**

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46 The **Active Membership** may vote to dissolve Glendale Quilt Guild, Inc. at any
47 **General Membership** meeting by two-thirds (2/3) vote of a quorum of **Active**
48 **Members** present, provided that a motion to dissolve has been read and
49 submitted in writing to the **General Membership** at a previous **General**
50 **Membership** meeting, and properly **Noticed** to the **General Membership** no
51 later than the meeting immediately preceding the meeting at which the vote is
52 taken.

53

54 **Section 16.02 Distribution of Assets**

55 By the ninetieth (90th) day following an affirmative vote to dissolve Glendale Quilt
56 Guild, Inc., all net cash and other net assets owned by the Guild shall be donated
57 to the non-profit organization(s) designated by the **Active Members** present and
58 voting at the time the motion to dissolve is passed. The organization(s) to which
59 the asset(s) is/are distributed shall be organized and operated exclusively for
60 charitable or educational purposes and must have established tax exempt status
61 under the appropriate provisions of the California Revenue and Taxation Code.

62

63 **Section 16.03 Completion of Dissolution**

64 The following **Officers**, in the following order, shall complete the dissolution filing
65 requirements of the Secretary of State of the State of California:

66

President,

67

Treasurer, or

68

Corporate Secretary.

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