



Embroiderers' Guild
of
Peterborough

Constitution & Bylaws

Guild Incorporated 1979

Eighth Amendment May 2025



Emroiderers' Guild of Peterborough

CONSTITUTION AND BYLAWS

Article 1

Name

The name of the organization shall be "The Emroiderers' Guild of Peterborough," hereafter referred to as EGP and/or the Guild.

Article 2

Purpose

The purpose of the Guild is to encourage and promote the practice and knowledge of the art of embroidery in all its forms, to have a fellowship of persons who enjoy needlework and wish to learn and share their knowledge, and thereby work towards maintaining high standards of design, colour, and workmanship.

Article 3

Affiliation

The Guild shall function within the bylaws of the national organization, the Emroiderers' Association of Canada/Association Canadienne de Broderie, Inc. (EAC-ACB.ca).

Article 4

Membership

Any person may become a member of the Guild upon application and payment of dues. Membership in the Guild confers automatic membership in EAC-ACB. Total dues include both an EGP and EAC-ACB component.

Any person, with support of a quorum of Guild members, may be awarded life membership in EGP in recognition of their outstanding service to the Guild and when they reach the age of 80 years. Life Members are exempt from paying Guild dues but not EAC-ACB dues.





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Membership Dues

The dues of the EGP portion of the Guild shall be set by the Executive and approved by the Guild membership at the Annual General Meeting.

The EAC-ACB dues are determined by EAC-ACB and are to be included in the annual membership payment.

Members shall pay the dues on an annual basis, the timing of which is determined by EAC-ACB. Any member will be considered to have withdrawn when fees are past due by the expiry date.

Membership dues will be prorated if a member joins mid year.

Article 5

Officers

Signing Officers of the Guild shall consist of the President, Vice President, Secretary and Treasurer.

The executive of the Guild will include the Signing Officers and the Chairpersons of Standing Committees. The Past President is ex officio of the Executive.

All executive members shall hold office for a term of two years and shall be eligible for re-election each term. The office of the President shall not be held by the same person for more than two consecutive terms.

In the event of a vacancy, the Executive has the right to appoint a replacement to complete the term of office.

All executive members shall report on activities regularly to members at the general meetings. They shall also prepare a written report for the AGM. All members of executive shall serve without remuneration. A member of the executive may be removed from office if a resolution to that effect is passed by two thirds of the members of the guild.

Duties of the Executive

President

- Act as a leader in the general management of the Guild.
- Set the agenda and presides over meetings.
- Be the primary signing authority for the guild and works with the Treasurer.





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- to ensure responsible management of finances.
- Be the main liaison with EAC-ACB which includes reporting annually, providing information as requested, and attending biannual online chapter meetings. (More information is available in the Chapter Resource Manual published by EAC-ACB).
 - Work with other members of the executive to co-ordinate activities of the guild (ex officio member of all committees, with the exception of the Nominating Committee).
 - Work with the Treasurer and executive to prepare a budget each year.
 - Ensure that all necessary books, records and correspondence are properly kept.

Vice President

- Exercise the President's duties and powers in the absence of the President.
- Support the President in the leadership of the Guild.
- Be the primary contact for Fibrefest and co-ordinate the Guild's preparation and participation.
- Act as liaison between the Guild and the Ontario Network of Needleworkers and provide the ONN with the requested information and reports for their newsletter.
- Act as liaison with community organizations who wish to partner with EGP for events.

NB: The roles of the President/Vice President may be combined and shared between two individuals as they see fit, effectively working as Co-Presidents.

Secretary

- Record the minutes of meetings (the monthly, executive and annual meetings) and distribute them to members as appropriate.
- Work with the president to prepare for the AGM including collecting and distributing annual reports from Executive.
- Chair the AGM.
- Act as clerk to determine quorum, count and preserve votes whenever necessary.
- Purchase and send greeting cards as directed by the President.



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Treasurer

- Have custody of the funds of the Guild, keeping proper books of account and making disbursements as directed by the Executive.
- Deposit all monies and other valuable assets in the name, and to the credit, of the Guild at a registered Canadian financial institution.
- Submit collected fees to EAC-ACB.
- Report transactions and bank balances at monthly meetings.
- Work with the president and executive to prepare an annual budget.
- Submit a financial statement and balance sheet at the end of the fiscal year (April 30), and for any meeting of the Guild if requested by the Executive. Submit all Guild accounts to Reviewer for year-end review engagement.
- Submit and present a report for the Annual General Meeting, including motion to appoint Reviewer for following year.

Past President

- Chair the Nominating Committee and present report at the AGM in nominating years.
- Be ex officio at all Executive meetings.
- Review the Guild's Constitution & Bylaws and recommend updates and changes.

Standing Committees

Membership

- Be responsible for the collection of Guild and EAC-ACB dues and remit to the Treasurer.
- Provide membership records in accordance with the Personal Information Protection Act (Bill 72).
- Report member information to the EAC-ACB Membership Director as requested.
- Provide EGP membership cards to Guild members.

Librarian

- Maintain the collection and files of the Guild library including all lending of resources.
- Purchase new materials to update the library as budgeted on an annual basis.





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- Regularly review the library collection and add or remove resources as appropriate and useful to members.
- Keep a record for insurance purposes of library contents.

Program Committee Chair

- Plan and arrange, with help of a subcommittee or the Executive, a diverse educational program in keeping with the aim of the Guild.
- Plan and arrange for workshops, outings, etc.
- Prepare and distribute the plan for the annual program at the beginning of the Guild year.
- Chair hands-on portion of program at monthly meetings.

NB: In the event of a vacancy, the program will be the responsibility of the Executive.

Nominating Committee

- Shall consist of the immediate Past President and a volunteer from the Guild.
- Contact members and attempt to find members to fill all vacancies on the executive.
- Present to the Executive, the name of at least one member to be voted on for each office.
- Ensure that persons nominated for office are in good standing with the Guild & EAC-ACB.
- With the consent of the nominee and a seconder, additional nominations may be made from the floor at the AGM.
- If more than one nomination is received for a position, an election will be held at the Guild's Annual General Meeting by secret ballot.

Webmaster

- Possess sufficient computer skills to learn the webpage computer program (currently Wordpress) and manage and maintain all files on the hosting server.
- Maintain Guild website (egpstitch.ca) by ensuring consistency and accuracy of all online content and keep as current as possible.
- Respond promptly to problems occurring on the website.





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- Arrange for payment of annual hosting fee to the Web Specialist and annual domain provider fee to host (currently Netfirms).
- Proofread and edit submitted content before publishing.
- Ensure that images not from the Guild are attributed.
- Routinely check Guild email account (egpstitch@gmail.com) and respond promptly if appropriate, or forward content to President for action.

Special Committees

- Shall be appointed by the Executive of the Guild as deemed necessary to carry out the work of the Guild and shall be given such power as may be necessary to discharge their duties.
- Ex officio members may attend the meetings of the Executive but have no vote.
- The Executive shall appoint the chair of the above committees.
- On completion of this work, such committees shall present written reports to the Executive, at which time said committees will be dissolved.

Article 6

Finances

- Signing authority for the Guild shall be the Treasurer and one of the following officers (President, Vice President, Secretary). Two signatures are required on any cheque or transfer from the bank account. Any two Signing Officers may act if the Treasurer is not able to.
- No contract shall be entered into on behalf of the Guild without approval from executive.
- The Signing Officers may authorize expenditures approved in the budget.
- Non-budgeted expenses or expenses over the budgeted amount in excess of five hundred dollars shall require the approval of the majority of the members of the Guild.
- The Treasurer shall submit the general ledger and financial reports for review at the end of the fiscal year. The reviewer shall be a qualified individual but not be a member of the Guild.
- The Guild may not borrow money.
- The fiscal year of the Guild shall be from May 1st to April 30th of the following year.

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ONTARIO NETWORK OF NEEDLEWORKERS
Serving the Needleart Guilds of Ontario



Emroiderers' Guild of Peterborough

Article 7

Meetings

Operations of the Guild will be governed by “Roberts’ Rules of Order” when necessary and at the AGM. A member in good standing is entitled to vote and may do so in person, by mail or electronically. Meetings may be held in person or virtually (online).

General Meetings

To be scheduled from September to June inclusive, and the membership shall be notified on a yearly basis of the time, date and location of the same.

Executive Meetings

To be held not less than three times annually at the direction of the President. Members of the executive are the leadership of the Guild and will provide guidance, feedback and support to each other.

Special Meetings

May be called at any time by the President or Executive or by a majority of members, two of whom must be Executive members.

Requests for a Special Meeting must be in writing and notice of seven (7) days stating the business of the Special Meeting is required.

No business other than that stated in the written notice may be transacted.

Annual General Meeting

The Annual General Meeting (AGM) of the Guild shall be held within two months of the end of the fiscal year but not in conjunction with a social function. This meeting may be held in person or virtually (online) as necessary.

Notice of the meeting and reports from the executive of the Guild shall be sent out at least two weeks prior to the date of the AGM.

The reports from members of the Executive shall be accepted and approved by the membership.

The Treasurer shall present the financial reports, the balance sheet and the Reviewer’s report for acceptance by the membership.

The President and Treasurer shall present the budget for approval by the membership.



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Quorum

Quorum at Executive Committee meetings, monthly general meetings, and at the AGM is a majority of its members. Inactive life members will not be included in the calculation of quorum.

No business shall be undertaken unless a quorum is present.

Article 8

Education Fund

The Embroiderers' Guild of Peterborough has monies invested in a GIC that were earned from fundraising efforts. This investment will be referred to as the Education Fund and is allocated to the teaching and learning of the art of embroidery in all its forms.

These monies may be accessed when the income of the guild is insufficient to provide reasonable education opportunities for members in any particular year. The monies, plus any earned interest thereon may be used to a total of not more than \$1500 annually to cover the cost of classes, workshops, teachers, and library resources. It may also be used to cover 50% of the cost of one night's hotel room to attend the Chapter President's meeting at seminar or at an in-person meeting of ONN. Access to the Education Fund will be reviewed and budgeted on an annual basis by the Guild Executive and approved by membership at the AGM. Efforts will be made to sustain the Fund.

Article 9

Amendment of the Constitution & Bylaws

The Constitution & Bylaws may be amended at an AGM or Special Meeting by a vote of two thirds majority of Guild members provided that any such alteration or amendment has been published and circulated to the members no less than two weeks prior to a meeting at which the vote is to be taken.

Inactive life members will not be included in the calculation of quorum.

The Constitution and Bylaws shall be reviewed and/or revised at least every 4 years and the review will be led by the Past President.



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Article 10

Dissolution

Upon dissolution of the Guild the EAC-ACB Board shall be informed of the decision through the Chapter Director (ChapterDirector@eac-acb.ca) and the President (President@eac-acb.ca).

A financial statement shall be sent to the EAC-ACB President, Treasurer and Chapter Director with an explanation of the plans for the disbursement of remaining funds.