

**BYLAWS**  
**BRAZILIAN DIMENSIONAL EMBROIDERY INTERNATIONAL GUILD, INC.**  
**Approved by BDEIG Membership – 6/2008**

**Article I: NAME AND DEFINITION**

The name of this organization is the Brazilian Dimensional Embroidery International Guild, Inc.; hereafter in these bylaws referred to as BDEIG or the Guild.

Brazilian Embroidery is hand stitchery using predominantly dimensional stitches made with Z-twisted rayon floss. Inclusion of the traditional fine growth and field flowers is optional.

**Article II: OBJECTIVES**

The objectives of the Guild are

- to help members, teachers and students achieve high standards of excellence in Brazilian Embroidery
- to encourage the knowledge and use of Brazilian Embroidery
- to provide guidelines for judging and Seminar classes
- to promote positive interaction among those who do Brazilian Embroidery through workshops, demonstrations, classes and the annual Seminar
- to foster the formation of BDEIG Chapters, both local and internet
- to encourage Guild members to honor and respect the work of all artists and designers

**Article III: MEMBERSHIP AND DUES**

- A. Charter members are those who have maintained continuous membership, without lapse, since the original bylaws were approved in May 1992.
- B. Any person \*18 years of age or older may become a member of the Guild upon application and payment of annual dues. *\*Minors may join under sponsorship of an adult member.*
- C. Membership shall be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of that member's anniversary month.
- D. Upon review and recommendation by the Conduct Committee, the Executive Board may revoke any membership.
- E. The membership list may be used for BDEIG functions only.
- F. The Budget Committee and Executive board will review annual dues. Recommended changes will be presented to the membership for a vote.
- G. BDEIG Chapters, both local and internet, consist of Guild members who meet regularly. Chapters must submit articles to the BDEIG newsletter at least annually. Other rules, including guests and/or associates, are at the discretion of the Chapter.

## **Article IV: OFFICERS**

President, President-elect, Seminar Chair, Seminar Chair-elect, Secretary, Treasurer, Past President, Membership, Newsletter Editor

- A. These officers make up the Executive Board and will meet at least twice a year. The President may call additional e-board meetings.
- B. Any BDEIG member who handles Guild money must be bondable.
- C. The office of President consists of a one-year term, renewable one time in consecutive years.
- D. The office of President-elect consists of a one-year term, renewable once, coordinated with the office of President.
- E. The office of Seminar Chair consists of a one-year term, renewable one time.
- F. The office of Seminar Chair-elect consists of a one-year term, renewable once, coordinated with the office of Seminar Chair.
- G. The offices of Secretary, Treasurer, Membership, and Newsletter Editor are elected for one-year terms, renewable.
- H. Each officer shall communicate with, and be responsible to, the President.
- I. Each officer shall maintain a notebook with information and important papers, to be submitted to the President before the end of the fiscal year.
- J. Non-compliance with the duties of any office will result in loss of any future office or chairmanship.
- K. Any officer unable to fulfill the duties of the office must step aside for the Good of the Order.
  - 1. Reference: *Robert's Rules of Order*.
  - 2. Decision shall be made by a quorum of the Executive Board.
- L. The officers and their duties are
  - 1. President
    - a. presides over Board meetings and the annual meeting
    - b. acts as an *ex-officio* member of all committees, except the Nominating Committee
    - c. appoints new officers (with Executive Board approval) if any resign mid-term or are unable to fulfill the office's responsibilities
    - d. appoints Chairs as needed for the current fiscal year's Standing Committees
      - 1) Auditor
        - reviews the Guild's financial records
      - 2) Conduct
        - monitors any Guild member's activity that may be detrimental to the Guild
      - 3) Education
        - prepares educational pages for inclusion in the BDEIG newsletter
      - 4) Facilities Coordinator
        - processes *Seminar Site Questionnaires*
      - 5) Historian
        - maintains notebooks of important historical items and pictures
      - 6) Nominating
        - presents a complete ballot for publication in the May newsletter

- 7) Parliamentarian
    - guides the procedure of Guild meetings
  - 8) Publicity
    - promotes all Guild activities
  - 9) Standards
    - reviews Guild records
  - 10) Teacher Liaison
    - acts as intermediary between the students, teachers, and Seminar Chair
  - 11) Ways & Means
    - oversees Guild fund-raising processes
  - 12) Website
    - works with Executive Board to maintain Guild website
  - 13) Other committees as needed
- e. submits a President's letter for each Guild newsletter
  - f. mentors the President-elect
  - g. executes any other duties of the office as prescribed by *Robert's Rules of Order*
2. President-elect
    - a. assists and works closely with the President as an intern until becoming president
    - b. assumes the Presidency if the President is unable to fulfill responsibilities of the office
    - c. oversees Ways & Means at Seminar
  3. Seminar Chair
    - a. co-ordinates all Seminar responsibilities
    - b. appoints Seminar committees as needed
    - c. works within parameters set by the Budget Committee
    - d. obtains Executive Board approval for major Seminar decisions
    - e. mentors the Seminar Chair-elect
  4. Seminar Chair-elect
    - a. assists and works closely with the Seminar Chair as an intern
  5. Secretary
    - a. records minutes of every meeting, including electronic meetings and, if absent, finds an Executive Board substitute to record the minutes
    - b. keeps a record of *Standing Rules* and bylaws, including appropriate dates
    - c. presents minutes of the general meeting to the Newsletter Editor for publication
  6. Treasurer
    - a. supervises all receipts and expenditures and handles financial arrangements for the Guild
    - b. appoints and chairs Budget Committee, with Executive Board approval
    - c. presents detailed financial reports for each Guild newsletter
  7. Past President
    - a. serves until current President's term is completed
    - b. conducts *Scholarship Award* process
  8. Membership
    - a. maintains a record of current members and their status
    - b. processes member applications, renewals, and dues
    - c. deposits or transfers funds to Treasurer
    - d. presents permanent membership card to Past President
  9. Newsletter Editor
    - a. publishes and distributes newsletters to members quarterly
    - b. transfers advertising funds to Treasurer regularly

## **Article V: ANNUAL MEETING AND SEMINAR**

- A. The annual business meeting of the Guild membership will be held during each year's Seminar for the purpose of electing officers and completing other business necessary for the Good of the Guild.
- B. BDEIG membership is a requirement for Seminar registration.
- C. Only current members are entitled to vote.

## **Article VI: ELECTIONS**

- A. Elections will be by paper ballot published in the May newsletter.
- B. Elections will be held at the annual business meeting.
- C. Names of nominees and letters of acceptance must be received by the Nominating Chairman as directed in the February newsletter. There will be no nominations from the floor at the annual business meeting.
- D. Ballots must be delivered to the Nominating Chairman as directed in the May newsletter.
- E. Ballots will be opened and counted immediately before the annual meeting by a member at large and two Executive Board members, to be chosen by the Past President.
- F. Candidates for office will be elected by a majority vote of all ballots received. The number of votes will be private. Only the names of each candidate with the majority of votes will be announced.
- G. New officers will assume their responsibilities on July 1.

## **Article VII: FISCAL POLICIES**

- A. The fiscal year will be from July 1 through June 30.
- B. Members may not use their Guild membership to profit financially by sales or solicitation of business. Exceptions are
  - paid advertising in the Guild newsletter
  - paid booths at Seminar
  - other Guild-related functions
- C. The Guild may contract with any individual in a professional capacity.
- D. Fiscal records will be reviewed annually by a committee appointed by the president and a written report will be submitted to the board.
- E. Chapter fundraisers will not compete with BDEIG fund-raising events.

## **Article VIII: PARLIAMENTARY PROCEDURE**

The Brazilian Dimensional Embroidery International Guild, Inc. recognizes the latest edition of *Robert's Rules of Order* as its parliamentary authority 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.

## **Article IX: AMENDMENTS OR REVISIONS TO BYLAWS**

These bylaws may be amended or revised by a majority vote of all ballots received at the annual meeting of the Guild. Notice of the proposed amendment or revision must be published in the Guild newsletter 30-60 days prior to the annual meeting.

## **Article X: DISSOLUTION**

This organization may be dissolved by the voting membership after a 30-days written notice as authorized by the BDEIG Executive Board.

After all financial obligations are met, residual funds and assets shall be divided among three needlework Guilds in the world, to be used for scholarships in the name of the Brazilian Dimensional Embroidery International Guild, Inc. The BDEIG Executive Board shall determine the receiving Guilds.

*Prepared by  
BDEIG, Inc. Standards Committee  
March 2008*