



South Australian Registered Association 7048

The Handspinners and Weavers Guild of South Australia

ABN: 88025 513346

196 South Road, Mile End SA 5031

(PO Box 196, Torrensville Plaza, SA 5031)

# BY LAWS

*of The Handspinners and Weavers Guild of SA, Inc.*

As amended and approved in July 2023

## Handspinners & Weavers Guild of SA Inc.

(By Laws amended and approved in 2023)

Refer to Section 4.5 of the Constitution – The Committee may make, repeal or amend By-Laws as may be considered necessary, provided such By-Laws are consistent with the Constitution.

### 1. Membership

Refer to Section 5 of the Constitution - Membership.

1.1 The classes of membership shall be as follows, unless otherwise agreed at a Special General Meeting:

#### 1.1.1 **Individual membership** categories:

1.1.1.1 Ordinary membership

1.1.1.2 Honorary membership – may be given at the discretion of the Committee.

1.1.1.2.1 Honorary members shall not be entitled to vote or receive notices pursuant to this Constitution nor shall they be able to hire equipment, borrow from the Library or exhibit in the Gallery.

1.1.1.2.2 Honorary members may receive copies of the Guild newsletter at the discretion of the Committee.

1.1.2 A **Family membership** shall be open to the people who comprise a household.

1.1.2.1 The household shall have one collective vote.

1.1.2.2 No person under the age of 16 years shall be eligible for membership of the Guild but children under the age of 16 may be included within a family membership.

1.1.2.3 In the case of two or more adults covered by one family membership, being nominated and elected to the Committee, each shall become a member of the appropriate class so as to ensure that each has an independent vote for the duration of their common term of office on the Committee.

1.1.2.4 Parents are responsible for the conduct of their children on Guild premises, at Guild functions and during Guild activities.

1.1.2.5 Persons covered by a family membership may hire equipment and borrow library books. Parents/guardians are responsible for borrowing and returning any books or equipment used by children included in the family membership.

1.1.2.6 Children unaccompanied by a parent may participate in Guild activities with the consent of the other Guild members involved and at the discretion of the Committee.

#### 1.1.3 **Affiliated Group membership**

1.1.3.1 This shall be open to a pre-existing group that shall meet all the following requirements:

1.1.3.1.1 Be an association, whether incorporated or not, with a name, a person serving as a contact officer and an address and other contact details of that officer.

1.1.3.1.2 Have objectives the same as or consistent with those of the Guild.

1.1.3.1.3 Have been accepted by the Guild's Committee as having a particular interest, being located outside the Adelaide metropolitan area or alternatively, as serving a particular locality or special interest within the Adelaide metropolitan area.

1.1.3.1.4 Keep a record of members.

1.1.3.1.5 Be accepted by the Guild as an "Affiliated Group".

1.1.3.2 Affiliate groups with a membership of 15 or less shall be entitled to a lower membership fee than groups with more than 15 members.

1.1.3.3 Each affiliated group shall name an officer to whom five membership identification badges shall be issued and to whom five copies of the Guild newsletter shall be sent or such other number of badges and newsletters as shall be agreed by the Committee.

1.1.3.4 Each affiliated group shall inform its members that, although members of affiliated groups are always welcomed as visitors to the Guild, it is the group that is a member of the Guild.

1.1.3.5 Affiliated groups have one collective vote. Individuals comprising the Affiliated Group may neither hire equipment, borrow library books nor exhibit in the Gallery.

1.1.3.6 A person may be a member of the Guild in their own right as well as be a member of an affiliated group.

1.1.3.7 The member of the Affiliated Group attending a Guild meeting and authorised by the Affiliated Group to represent and vote on behalf of the Affiliated Group, shall identify himself/herself to the President (Chairperson) of the meeting at the commencement of the meeting.

1.1.4 **Life membership** shall be awarded in recognition of long term or outstanding service to the Guild subject to the following procedures:

1.1.4.1 A member may recommend another member for the award of Life Membership by sending in writing to an Office Bearer their reasons for recommending this member.

1.1.4.2 The Committee shall consider any recommendation for the award of life membership received in writing by an Office Bearer at their next meeting and if they see fit, proceed as follows:

1.1.4.2.1 Consult with the nominee to ensure that they would be willing to accept the award.

1.1.4.2.2 In the absence of the nominee, put the case for making the award for approval at a General or Annual General Meeting.

1.1.4.2.3 Inform the nominee of the outcome of the recommendation.

1.1.4.2.4 Present the successful nominee with the appropriate Life Membership badge.

1.1.4.3 Life membership is an honorary award that shall entitle the member to the full rights of financial membership without payment of membership fees.

1.1.4.4 The number of life memberships (on the registers as such) should not exceed 2% of the paying membership.

1.1.4.5 Once life membership is awarded, it will not be revoked except under extraordinary circumstances.

## 1.2. Membership applications and renewal

*Refer to Sections 5.3, 5.4, 5.5, and 5.6 of the Constitution - Membership fees, Ceasing membership, Renewing membership and Register of members.*

### 1.2.1 New members

1.2.1.1 New members shall have access to a copy of the Constitution and By-laws.

1.2.1.2 New members joining from July shall be given the next year's membership as well as the remainder of the current year.

### 1.2.2 Renewing a membership

1.2.1 Membership may be renewed on completion of the appropriate form and submission of the fee(s). Receipts and membership identification cards shall be available on a general meeting day but may not be sent by mail unless a stamped and self-addressed envelope is provided.

1.2.2 Reminders about membership renewal will be included in issues of the Guild newsletter. Non-financial members will be given access to a complimentary issue of the Guild newsletter but thereafter no further communications will be sent.

1.2.3 Membership renewals paid by the end of November Guild meeting will be entitled to the Early Bird rate.

1.3 Any member who has not paid his/her membership fees by the due date shall be non-financial and therefore cannot vote, hire equipment, borrow library books, make purchases from the fleece or yarn tables or exhibit in the Gallery. He/she shall not be covered by insurance except in so far as a member of the general public would be so covered.

## **2. Identification**

2.1 Current membership identification must be worn or produced for business in the Guild when making purchases from the fleece and yarn tables, borrowing books from the library, hiring equipment, lodging goods for exhibition or sale in the Gallery, attending workshops, visiting the Guild premises, or undertaking activities on behalf of the Guild

## **3. Recognition of a member's significant contribution**

3.1 The Guild Birthday Honours shall be awarded in recognition of a member's significant contribution to the Guild, subject to the following conditions and procedures:

3.2 Awards shall be given in the following categories:

3.2.1 Service – for extended period of excellent service in any area of responsibility.

3.2.2 Teaching – for excellence in teaching skills and for the support, encouragement and extension of others.

3.2.3 Craftsmanship – for excellence in craftsmanship.

3.3 The presentation of the awards shall be overseen by the Guild Committee.

3.3.1 Nominations should be submitted to the Guild Committee on the Guild Birthday Honours Nomination Form or as relevant.

3.3.2 It is the responsibility of the Guild Committee to research and validate whether the nominee is deserving of the award.

3.3.3 In a year where no nominee is validated, no award shall be given.

3.3.4 No more than one award per year in each area shall be awarded; however, under exceptional circumstances at the discretion of the Guild Committee, more than one award per year can be given.

3.3.5 A person can be eligible to receive an award in more than one (1) area, but no person can receive more than one (1) award per year.

3.3.6 A person cannot be awarded the same award within five (5) years.

3.3.7 Being a life member shall not preclude a member from consideration.

3.3.8 In exceptional circumstances, the Guild Committee can make the award at times other than the Guild Birthday.

3.4 Recipients of the award shall receive the appropriate badge, i.e. Service Badge, Teaching Badge or Craftsmanship Badge. The award shall be documented in the Guild Birthday Honours book.

#### **4. Notices and information**

*Refer to Section 5.6 of the Constitution -Register of members.*

5.1 Current copies of the Guild Constitution and By-laws shall be available at the Guild premises for perusal free of charge.

5.2 A copy of the monthly financial statement shall be available at the Guild premises for perusal free of charge.

5.3 A member requesting a replacement copy of the Current Guild Constitution, By-laws or other Guild document shall pay to the Guild the cost of duplication and, if this information is to be forwarded by mail, also the cost of postage.

#### **5. Arrangements for General Meetings**

*Refer to Section 11.1 and 11.7 of the Constitution – General Meetings and Procedure at Meetings*

*Refer to Guild Hot Weather Policy*

5.1 Members of the Guild shall hold a General Meeting monthly or in accordance with other arrangements as may be agreed at a Special General Meeting. On adoption of these By-laws, meetings shall generally be held on the first Saturday of each month at the Guild Hall except in January.

#### **6. Conduct on Guild premises and at Guild meetings**

6.1 Smoking is not permitted within any portion of the Guild's buildings at any time.

6.2 No goods or services shall be displayed and offered for sale on the Guild premises except those being sold by the Guild (e.g. at its yarn and trading tables, and in the Gallery by the Guild for itself or on behalf of members) except on "Trade Days" or other occasions specifically approved by the Committee or sellers (e.g. fleece and book sellers) specifically invited to sell by the Guild.

6.3 On meeting days, between the times “meeting declared open” and “meeting declared closed”, no member shall distract the meeting by noise or inappropriate activity.

6.4 The Guild recognises prior indigenous history and is an active supporter of anti-discrimination policies including (but not limited to) those addressing race, religion, gender, sexuality and age.

### **7. Disputes, discipline and expulsion—Appeals Panel**

*Refer to 5.7 of the Constitution – Discipline and Expulsion.*

7.1 From time to time the Committee shall approach members with knowledge and experience of the Guild for availability for service on an Appeals Panel, should this be required. The Committee should identify not less than five (5) members who are willing to serve the Guild in this capacity and who are not Committee members.

7.2 In the event of an appeal the appellant shall approach an Office Bearer to obtain the list of names and may select three (3) persons from this list who are not, at that particular time, Committee members.

7.3 The President shall contact the three members selected and confirm the constitution of the Appeals Panel. On completion of the appeals process the President shall discharge the Appeals Panel.

### **8. The Committee**

*Refer to Sections 6 and 7 of the Constitution – Office Bearers and Committee, Election of Office Bearers and Committee of Management.*

#### **8.1 Election of the Committee**

8.1.1 Nominations for Committee positions shall be forwarded in writing and be signed by the proposer, seconder and the nominee.

8.1.2 A Returning Officer shall be appointed by the Committee and shall be selected to ensure impartiality.

#### **8.2. Conduct of Committee members**

8.2.1 Committee members shall undertake their duties with due diligence.

8.2.2 Committee members shall respect the confidentiality of Committee business whenever this is agreed to be in the best interests of the Guild.

#### **8.3. The Guild Committee may appoint sub-committees**

8.3.1 Each sub-committee appointed by the Committee shall operate in accordance with its Terms of Reference which shall be approved by the Committee and shall report as directed by the Committee.

8.3.2 The Committee may appoint working parties to undertake short term tasks and report as requested to the Committee.

8.3.3 On adoption of these By-laws, a Royal Show working party may be convened as required to organise all activities associated with the Guild’s participation in this event.

8.3.4 The Guild President may attend meetings of any sub-committee or working party (refer Section 8.3 of the Constitution).

### **9. Coordinators / key functional roles**

*Refer to Guild Policy on Keys.*

9.1 The Guild may undertake a variety of activities of benefit to members.

9.2 The Committee shall from time to time review the activities of the Guild and identify the important functions that require a recognised coordinator.

9.3 The Committee may make changes to the list of recognised coordinators/key functional roles and corresponding job descriptions or task checklists.

9.4 The following procedures shall apply for the appointment of members as coordinators of departments or to key functional roles.

9.4.1 Expressions of interest for the appointment to the positions of department coordinator/key functional role shall be called through the Guild newsletter in the issue released prior to the Annual General Meeting and submitted to the Guild Secretary.

9.4.2 Each candidate shall be a financial member of the Guild and shall have been a member for a period of not less than one (1) year. Candidates may offer to coordinate more than one (1) department or function and may also be Committee members.

9.4.3 Members shall be appointed to hold office in the position of department coordinator or undertake a key functional role for a term of office of one year commencing in February each year.

9.4.4 The Committee shall make the appointments to these positions.

9.4.5 In the case of any contested position or casual vacancy, the Committee shall negotiate with prospective Candidates.

9.5 Reporting and accountability

9.5.1 Members appointed to a coordinator / key functional role shall undertake their duties with due diligence.

9.5.2 Members appointed to a coordinator / key functional role shall attend meetings as requested by the Committee and shall report on the activities of their area of responsibility as required by the Committee.

9.5.2.1 A written report may be requested by the Secretary prior to a Committee meeting.

9.5.2.2 The Report should include details of any proposed expenditure other than the financial transactions authorised as being within the working budget for each particular function.

9.5.2.3 When producing financial reports, members appointed to a coordinator or key functional role position shall adopt the format and basis for recording the value of assets as approved by the Committee to ensure consistency and facilitate comparison between activities from year to year.

## **10. Use of the Guild facilities**

10.1 Groups of Guild members are invited to use Guild facilities on a regular basis.

10.1.1 The group must apply in writing to the Committee for approval to use Guild facilities and must not schedule activities that conflict with existing arrangements for Guild facilities.

10.1.2 The group must have a contact person/coordinator and maintain a list of members and attendees.

10.1.3 Groups using the Guild's facilities shall ensure that behaviour conforms to the underlying acceptance of non-discrimination on the basis of race, religion, gender, sexuality and age.

10.2 Members wishing to use the dye room should contact an office bearer to book the room.

10.3 Members using the Guild premises shall be invited to make a monetary donation to contribute to the provision of these facilities and its resources.

10.3.1 The Committee shall develop a list of recommended amounts to assist with the provision of Guild facilities.

#### 10.4 Workshops

10.4.1 A schedule of workshop fees shall be recommended by the Workshop Coordinator and approved by the Committee. The Guild will charge a commission for arranging workshops for the education and development of members.

10.4.2 Workshops shall be advertised in the Guild publications and at Guild meetings. Details may also be posted on the noticeboard in the Guild meeting place.

10.4.3 Enrolment shall be by payment in advance of the full workshop fee. There shall be no entitlement to a refund on cancellation by the member.

10.4.4 The Committee shall be kept informed of any potential financial risk or exposure to be undertaken by the Guild in connection with workshop activities. In principle, workshops shall be conducted by cost-neutral considerations and, wherever possible, to be financially beneficial to the Guild.

#### 10.5 Other activities

*Refer to Guild Policy on Artist- In-Residence*

10.5.1 Any activities arranged for the benefit of members that may involve a booking fee or other financial risk being undertaken by the Guild (e.g. a camp or social event) shall be approved by the Committee.

10.5.1.1 Any activities using Guild facilities must take into account all other activities already taking place.

10.5.2 Such activities shall be advertised in the Guild newsletter or given as notice at a General meeting and details posted on the noticeboard at the Guild meeting place.

10.5.3 Members shall confirm their participation in such activities by payment of an agreed amount and shall not be entitled to a refund.

### **11. Gallery**

11.1 The Little Glory Gallery shall be administered by the Gallery Sub-committee and shall operate as a standing committee. This Subcommittee may commonly be referred to as the "Gallery Sub-committee".

11.2 The Gallery Sub-committee shall operate in accordance with the Terms of Reference as approved by the Guild Committee. These Terms of Reference shall be read in conjunction with the Constitution and By-laws.

11.3 Expressions of interest for the positions of Chairperson, Secretary, Treasurer and not more than eight (8) other positions shall be called for by advertisement in the Guild newsletter no later than the August/September issue. Expressions of interest shall be forwarded to the Secretary of the Gallery Sub-committee.

11.4 The list of names of the Gallery Sub-committee shall be submitted for approval to the first meeting of the Guild Committee following the Annual General Meeting.

11.5 The Gallery Sub-committee shall report regularly to the Guild Committee or as directed.

## **12. Guild property**

11.1 Any member in possession of Guild property is responsible for its care. Any damage should be reported. A member may be charged the cost of repairs or replacement as necessary.

### 11.2 Library

11.2.1 Loan conditions and other matters relating to the operation of the Library shall be proposed by the Librarian and approved by the Committee.

11.2.2 Members borrowing library books shall be invited to make a monetary donation to contribute to library facilities.

11.2.3 A member shall bring each borrowed book to the Library on or before the expiry of the loan period, and if so desired, may renew the loan if the book has not been reserved by another member.

11.2.4 Items of equipment or books on loan from the Guild shall be returned in the same condition as when borrowed.

### 11.3 Equipment

11.3.1 Hire charges and conditions shall be recommended by the Equipment Manager and approved by the Committee.

11.3.2 Details of charges and conditions, loan period, etc. for the various items of equipment shall be available from the Equipment Manager on general meeting days. Guidelines for equipment items will be provided to ensure that Guild equipment shall only be used for the purpose for which it is designed.

11.3.3 Any member borrowing equipment shall complete and sign the appropriate hire schedule as approved by the Committee.

## **12. Members' property on Guild premises**

*Refer to Section 5.6.3 of the Constitution – Members' property on Guild premises.*

*Refer to the Guild Policy on Private Property at the Guild.*

12.1 Property on Guild premises belonging to members is not covered by the Guild's insurance.

12.2 The Committee may request that a member remove goods or property belonging to the member from the Guild premises by a specified time. At least thirty (30) days' notice shall be sent in writing to the member at the last address furnished to the Secretary.

12.3 In the absence of other negotiations, any goods remaining on the Guild premises after the specified time shall be deemed to be forfeited to the Guild without payment or compensation.

## **13. Banking and Petty cash**

*Refer to sections 9 and 12 of the Constitution – Treasurer and Finances*

### 13.1 Banking

*Refer to section 9.1, 9.2, 9.3, 9.4 and 12.1 of the Constitution – Treasurer’s Responsibilities and Finances.*

21.1 To bring financial operations in line with current banking technology the Guild has set up online access to the BankSA account to view and make payments (this is in addition to the cheque facility). Payments will still need the authorisation of two of the nominated account signatories.

#### 13.2. Petty cash

13.2.1. The Treasurer may arrange a petty cash system for convenience to a maximum amount as approved by the Committee.

13.2.2 All claims against petty cash shall be signed by the member incurring the cost and shall be supported by receipts or other evidence of expenditure as agreed with the Treasurer.

13.2.3 Petty cash transactions shall be posted in the ledger to correspond with the major function for which the expenditure has been incurred.

### **14. Insurance**

14.1 The Committee shall be responsible for ensuring that the Guild has appropriate insurance cover.

14.2 The Committee may consider the protection of its assets from fire, theft, and other damage, the provision of some assistance for members in event of personal accident while on Guild business, the protection of the Guild against public liability claims and any other type of insurance cover the Committee agrees is required to ensure the good management of Guild affairs.

### **15. Security of information**

*Refer to Section 5.6 of the Constitution -Register of members.*

15.1 The Committee shall be responsible for the development and implementation of a system to protect the integrity and security of all information held by the Guild (e.g. membership records, stock records).

15.2 The security of computerised information is of particular importance and the Committee shall develop a security system and monitor its effectiveness to correspond with changing requirements.