



Ottawa Garment Guild Constitution

General By-Laws and Guild Procedures

Approved by Membership on June 9, 2022

ARTICLE 1: Organization Name

The organization will be known as the Ottawa Garment Guild, herein referred to as the "OGG".

- a) This organization shall be a not-for-profit organization under the Canada Not-for-profit Corporations Act (NFP Act).

ARTICLE 2: Mission

- a) The official OGG Mission Statement is as follows:

"The mission of the Ottawa Garment Guild is to foster a community of garment makers in the Ottawa area, where sewists can gather to discuss their hobby, connect socially and intellectually, and to build their sewing skills. The Ottawa Garment Guild is geared towards the hobbyist, and all sewing skill levels are welcome."

- b) The OGG is geared towards hobbyists, however people sewing as a business, shop owners, professional tailors, and seamstresses are also welcome;
- c) The OGG is welcoming to all sewing skill levels.

ARTICLE 3: Objectives

The objective of the OGG is to provide a space for garment makers in the Ottawa area to meet to discuss their hobby, learn new skills, and to foster a community of garment-makers in the City. In pursuing this mission, this could include:

- a) Meetings on a regular basis, at least once per month, during the active season;
- b) Learning opportunities, in the form of speakers, workshops, excursions, special events, etc.;
- c) Social events, in the form of meetings, outings, special events, excursions, etc.;
- d) Promoting the well-being of the broader Ottawa sewing community through building connections and working in collaboration with individuals and business owners;
- e) Providing a safe space for makers of all identities;
- f) Being responsive to members' concerns.

- g) All disbursement of finances shall be agreed upon by quorum of the Executive Committee;

- i) A record of decision shall be maintained with respect to any decision related to the finances of the OGG



ARTICLE 4: Membership

- a) Membership is open to all persons in good financial standing with the OGG with payment of annual dues;
 - i) The membership year will be from September 1st to August 31st;
 - ii) Refer to Article 2a) for persons welcome at general meetings;
 - iii) The OGG does not discriminate based on age, disability, gender identity or expression, sex, sexuality, sexual orientation, race, ethnicity, political beliefs, or religious affiliation. All persons with a passion for sewing clothing are welcome to attend;
- b) Visitors may attend meetings with payment of a designated fee;
 - i) If a drop-in fee is paid at the beginning of a meeting and a person wishes to become a member, they may sign up at the same meeting as a member by paying the membership fee, less the cost of the drop-in fee;

ARTICLE 5: General Meetings

- a) Meetings will generally be held once per month, during the months of September to June;
 - i) The OGG will take a break for the summer during the months of July and August;
 - ii) Dates of the meetings may change due to the availability of the meeting space, or for reasons determined by the Executive Committee;
- b) The Executive Committee will meet *at least* once a month, between General Meetings;
 - i) Executive Committee meetings are open to any general member of the OGG. A request to attend an Executive Committee meeting must be received *at least* one week before the meeting;
 - ii) Executive Committee meeting minutes will be made available to the General Membership upon request.

ARTICLE 6: Finances

- a) The fiscal year of the OGG will be from September 1st to August 31st;
- b) The OGG bank account will require three persons to have signing authority; the Treasurer, the President, and the Vice President;
- c) ;
- g) All disbursement of finances shall be agreed upon by quorum of the Executive Committee;
 - i) A record of decision shall be maintained with respect to any decision related to the finances of the OGG



- d) Receipts and/or invoices must be Submitted to the Treasurer prior to receiving reimbursement for purchases made on behalf of the OGG ;
- e) The financial records of the OGG will be made available to any OGG member upon request;
- f) If, for whatever reason, the Ottawa Garment Guild should cease to exist, property remaining upon liquidation will be donated to another non-profit or charitable organization as voted upon by the remaining membership.

ARTICLE 7: Executive Committee

- a) The Executive Committee will consist of the following positions:
 - i) President;
 - ii) Vice President;
 - iii) Treasurer;
 - iv) Events Coordinator;
 - v) Social Media Manager;
 - vi) Secretary;
 - vii) Workshop & Sew-In Coordinator;
 - viii) Past President;
- b) The Executive Committee will be elected by a majority vote of the General Membership coinciding with the AGM in June;
- c) The Executive Committee members are to fulfill their positions from September 1st to August 31st of the new membership year;
- d) A transition period for the Executive Committee, requiring a transition meeting with all new & old executive members present, will commence with the termination of the elections, and end August 31st;
 - i) All past Executive Committee members are required to prepare a transition report for their successor;
- e) Additional committees will be formed as deemed appropriate by the Executive Committee;
- f) Should an Executive Committee member not be able to fulfill their duties, notice must be provided to the other Executive Committee members. The vacant position can be filled as deemed appropriate by the Committee;
- g) Should an executive member neglect the duties of their position to the detriment of the rest of the Executive Committee and the OGG as a whole, they will be entitled to two (2) written warnings by the President. Should the neglect of duties continue, they may be removed from their position by a majority vote by the rest of the Executive Committee. The vacant position can be filled as deemed appropriate by the Committee;
- g) All disbursement of finances shall be agreed upon by quorum of the Executive Committee;
 - i) A record of decision shall be maintained with respect to any decision related to the finances of the OGG



- h) Should it be the President who is the member neglecting their duties, the Vice President will issue the two (2) written warnings.
- i) When an Executive Committee Member has had more than two (2) unexcused consecutive absences from general and/or executive meetings, the Executive Committee has the right to appoint a replacement to serve the unexpired term;
- j) A member of the Executive Committee who has failed to meet their duties and meeting attendance requirements as outlined in this document may be impeached by a resolution at a meeting at which three-quarters of the Executive Committee are present. The impeachment must be passed by three-quarters majority. The Executive Committee member in question does not count toward quorum;
 - i) Impeachment of individual members of the Executive Committee must be listed on the meeting agenda;
- k) The members of the Executive Committee, after fulfilling the responsibilities of their position for one year, shall be granted one non-transferrable OGG membership for the following year.

ARTICLE 8: Executive Committee & Officer Duties

- a) All Executive Committee members shall be responsible for the following;
 - i) Leadership and operation of the OGG;
 - ii) Maintaining and reviewing the Articles, By-Laws, and Procedures of the OGG Constitution;
 - iii) Determining the Membership Fee and Drop-In Fees;
 - iv) Practice wise stewardship of the resources of the Ottawa Garment Guild;
 - v) Determine the dates of the monthly General Membership meetings;
 - vi) Hold monthly meetings between regular General Membership meetings to plan and organize the ongoing programming of the OGG;
 - vii) Decisions made by the Executive Committee shall require agreement by simple majority (50% or greater) of those present;
 - Quorum will be 50% of the currently active Executive Committee members, plus one;
 - Tied votes fail.
- g) All disbursement of finances shall be agreed upon by quorum of the Executive Committee;
 - i) A record of decision shall be maintained with respect to any decision related to the finances of the OGG



- viii) Meets their obligations with respect to attending monthly Guild meetings, Executive Committee meetings, and makes an effort to attend extra programming and events, as needed;
 - ix) Actively promotes the Guild and recruits new members;
 - x) Submitting a written report ("transition report") at the conclusion of the term in office, providing future Executive Committee members with information about the activities, results, and challenges faced while in office;
 - xi) Maintain respective executive email addresses.
- b) Duties of the President are as follows:
- i) Runs the monthly meetings
 - Assists the Vice President in determining monthly meeting content;
 - ii) Manages the OGG gmail account (ottawagarmentguild@gmail.com);
 - iii) Manages the general membership list for the Guild, coordinates with the Treasurer to ensure dues have been paid/ drop-ins are paid appropriately;
 - iv) Manages the Executive Discussions virtual discussion group;
 - v) Keeps track of the passwords document for all accounts;
 - vi) Manages the various Google Drive documents;
 - vii) Manages the General Membership email list, and the Executive email list (MailChimp);
 - viii) Assists all other Executive Committee members with their duties as necessary, and ensures that Executives are meeting the requirements of their position;
 - ix) Manages administrative aspects of the guild including corporation records, liability insurance, and other duties as required;
 - x) Has signing authority on the bank account;
 - xi) Will be an ex-officio member on all sub-committees.
- c) Duties of the Vice President are as follows:
- i) Assists the President with their duties;
 - ii) Steps in when the President is not able to run the meeting or fulfill a duty;
 - iii) Books/ manages speakers for meetings (whether this be a special guest, or a member speaking about a topic of interest);
- g) All disbursement of finances shall be agreed upon by quorum of the Executive Committee;
- i) A record of decision shall be maintained with respect to any decision related to the finances of the OGG



- iv) Books space for monthly General Membership meetings
 - v) Manages the scheduling of “Pattern of the Month”, “Sew & Tell”, and other meeting segments;
 - vi) Has signing authority on the bank account.
- d) Duties of the Treasurer are as follows:
- i) Maintains the bank account for the Guild, and presents a summary of the state of the account for Executive meetings;
 - ii) Manages the membership fees and follows up with people who haven’t paid;
 - iii) Prepares an annual budget for the Executive Committee’s approval;
 - Outgoing Treasurer will prepare a Draft Budget as part of their Transition Report by August 31st;
 - The Executive Committee approved budget will be presented or made available to Members no later than the November General Meeting;
 - iv) Aids the Vice-President, Workshop & Sew-in Coordinator, and Events Coordinator in the preparation of event-based budgets;
 - v) Pays outstanding invoices as required;
 - vi) Files any required paperwork and tax returns in a timely manner;
 - vii) Has signing authority on the bank account.
 - viii) Will be an ex-officio member on all sub-committees.
- e) Duties of the Events Coordinator are as follows:
- i) Works with other Executive Committee members in organizing special events (ie Frocktails/ Sewing Prom, fundraisers, excursions, etc) and putting together an event committee as required;
 - ii) Coordinates with the President to ensure Guild members are aware (via meetings and the email list) of special programming;
 - iii) Prepares event budgets for the Executive Committee’s approval;
 - Working with the Treasurer, manages fees and ticket prices for special events;
 - iv) Coordinates with the Social Media Manager in the preparation of content for use across platforms for promotion of special events and programming.
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- f) Duties of the Secretary are as follows:
 - i) Takes notes at the General monthly meetings for the post-meeting summary emails;
 - Meeting minutes are to be approved by the Executive Committee, then sent to the Social Media Manager for posting on the website/ blog.
 - ii) Prepares the Agenda for Executive Committee meetings;
 - iii) Takes notes at Executive Committee meetings and prepares meeting minutes;
 - Meeting minutes are to be approved by the Executive Committee.
- g) Duties of the Social Media Manager are as follows:
 - i) Manages the Instagram account, public Facebook page, blog/ website, and twitter accounts;
 - Keeps track of the passwords document for all accounts;
 - Can solicit members for blog posts or content for these pages;
 - ii) Takes photos at monthly meetings, to be shared on the various social media accounts;
 - iii) Establish and maintain a schedule of posts, across platforms, fostering the ongoing engagement of Guild members and the broader Ottawa sewing community, in ongoing programming, and special events;
 - iv) Works with the Vice-President, Workshop & Sew-in Coordinator, and Events Coordinator in the preparation of content for use across platforms, as determined on an event-by-event basis.
- h) Duties of the Workshop & Sew-In Coordinator are as follows:
 - i) Books teachers or guests for special skills workshops throughout the membership year;
 - Works with the Vice President to book any space required for extra workshops and programming;
 - ii) Manages fees (working with the Treasurer) for special workshops, based on enrollment;
 - iii) Schedules and manages Sew-Ins throughout the year;
 - iv) Prepares workshop and sew-in budgets for the Executive Committee's approval;
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- v) Coordinates with the President to ensure Guild members are aware (via meetings and the email list) of general programming;
 - vi) Coordinates with the Social Media Manager in the preparation of content for use across platforms for promotion of workshops & sew-ins.
- i) Duties of the Past President are as follows:
- i) In the absence of the President and Vice-President, the Past President shall serve in the order of that office and perform such duties as are performed by the President;
 - ii) Shall be on the Executive Committee in an advisory position for 2 months, attending all Executive Committee meetings and General meetings;
 - iii) Shall have signing authority as required to maintain OGG operations until signing authority has been established by the incoming new Executive Committee;

ARTICLE 9: Annual General Meeting and Constitution

- a) The Annual General Meeting (AGM) will be held during the last meeting of the Membership year, generally in June;
 - i) At the AGM, Executive Committee members will present annual reports on their positions, and the financial standing of the OGG;
- b) The articles of the OGG Constitution shall be maintained, revised, and reviewed by the OGG Executive Committee;
 - i) Proposed changes to the OGG Constitution shall be made available to the General Membership at least one week ahead of the Annual General Meeting for review;
 - ii) Articles, By-Laws, and Procedures of the OGG Constitution can be amended, added, or repealed by a two-thirds ($\frac{2}{3}$) majority vote from the General Membership;
 - iii) Quorum will be 35% of the General Membership;
 - iv) Non-substantive corrections such as spelling, grammar or numbering in the constitution may be amended with the approval of the Executive Committee.

ARTICLE 10: Elections and Succession

- a) Members of the Executive Committee are elected by the General Members of the OGG for a term of two (2) years;
- g) All disbursement of finances shall be agreed upon by quorum of the Executive Committee;
 - i) A record of decision shall be maintained with respect to any decision related to the finances of the OGG



- i) Executive Committee members may be nominated to run again for additional terms.
- b) No one person can hold more than one position at a time. Responsibilities of a vacant position may be temporarily assigned to another member of the Executive Committee until such time as that position has been filled;
 - i) The President is subject to a one (1) term limit of two (2) years but may run for a different Executive Committee position that is not Vice President or President in the immediate subsequent term.
 - ii) The Vice President is subject to a one (1) term limit of two (2) years but may run for a different Executive Committee position in the immediate subsequent term.
 - iii) The previous President shall serve as Past President following their term as President;
- c) Elections to the Executive Committee shall be held no later than the 1st of June each year;
- d) The Executive Committee elections shall be conducted by the Past President. If not available, another member of the Executive Committee who is not running for election in that term shall conduct the elections.
- e) New members of the Executive Committee assume their responsibilities on the 1st of September;
 - i) The period of June 30th to August 31st shall act as a transition period for both incoming and outgoing Executive Committee members;
- f) At least one month prior to the deadline, The Past President shall establish and publish an election schedule, falling within the following guidelines:
 - i) Available positions are to be announced via electronic notification to the general membership. This will mark the beginning of the nomination period;
 - ii) Only positions being vacated will be available for nominations and voting;
 - iii) The nomination period must last no fewer than 14 days;
 - iv) Nomination shall be done via an open process;
 - Nominations will not be accepted prior to the opening of the nomination period;
 - Nomination requires an email to the President (ottawagarmentguild@gmail.com) stating the nominee's
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- wish to run for the Executive Committee and which position;
- A Member can nominate themselves;
 - A Member can be nominated by other members of the Guild;
 - (a) Subject to the nominee accepting or declining the nomination;
 - A Member can not be nominated to run for more than one position on the Executive Committee;
- v) All nominees shall be presented at the May general membership meeting, thus, the nomination period must close sufficiently in advance;
- vi) Voting shall open as early as immediately following the May general membership meeting;
- vii) The voting period will last a minimum of 14 days, to permit sufficient time for general membership quorum to be reached
- g) Members of the OGG, who are in good financial standing, are eligible to run and vote in Executive Committee elections;
- i) It is expected that nominees for President and Vice President have a good working understanding of the Guild Mission and operations;
- h) Voting is only to be conducted by ballot, either in person or electronically;
- i) Vote by acclamation or *viva voce* will not be accepted;
- j) If voting is done electronically, a suitable electronic and anonymous program will be used to coordinate the counting of ballots. The results must be announced no later than 24 hours following the closure of the polls;
- i) For members unable to vote by ballot, arrangements will be made to accomodate said members;
- k) Should a contest result in a tie, the winner shall be determined by a secret ballot at an Executive Committee meeting, to be called on an emergency basis;
- l) Should a single nominee run for a position, with no competition, the membership will be presented with the option to vote *for* or *abstain from voting for* said nominee;
- i) Should the nominee fail to receive a majority of the vote:
 - A subsequent vote for the position must immediately follow;
- g) All disbursement of finances shall be agreed upon by quorum of the Executive Committee;
- i) A record of decision shall be maintained with respect to any decision related to the finances of the OGG



- The subsequent vote must take no longer than seven (7) days to conduct;
 - The failed nominee can not be forced to withdraw;
 - A sufficient length of time to permit any new nominations for the position must be included in the seven (7) day period;
 - Should the second vote fail to elect a nominee, the Executive Committee can appoint a person as deemed appropriate until the next election period.
- m) The outgoing Executive Committee members shall meet with the incoming Executive Committee members to transfer institutional knowledge and materials at a meeting during the transition period of June 30th to August 31st.

- g) All disbursement of finances shall be agreed upon by quorum of the Executive Committee;
- i) A record of decision shall be maintained with respect to any decision related to the finances of the OGG