

BY-LAWS OF THE EMBROIDERERS' GUILD OF WESTERN AUSTRALIA (INC)

1. DEFINITIONS

“Admin Officer” is the Administration Officer employed by The Guild.

“Annual General Meeting” is the meeting convened under Rule 16 of The Constitution.

“By-Laws” is the set of rules, in addition to the Constitution, that assist the Management Committee to manage the affairs of The Guild and is located in the Handbook.

“Committee Member” is a Member of the Management Committee.

“Constitution” is the Rules of governance, located in the Handbook.

“Duty Statement” is a list of duties and/or responsibilities required of Members, and is located in the Handbook.

“*Embroiderers' Guild Handbook*” is the book containing the legal documents – including the Constitution, By-Laws and Duty Statements – as well as the principles and guidelines for the operation of The Guild.

“Executive” means the President, City Vice-President, Country Vice-President, Secretary and Treasurer.

“General Meeting” whether an Annual General Meeting or a Special General Meeting, is a meeting which all Members may attend.

“Handbook” refers to the *Embroiderers' Guild Handbook*.

“Member” is a Member of The Guild.

“Management Committee” is the governing body of The Guild.

“Register” is the list of Members and their postal, electronic and residential addresses and telecommunications contacts.

“Special General Meeting” is a general meeting other than the Annual General Meeting.

“Sub-committees” are those Committees together with the Historic Textile Collection Group that have responsibilities delegated to them by the Management Committee.

“The Act” is the Associations Incorporation Act 1987.

“The Guild” is The Embroiderers' Guild of Western Australia (Inc).

2. PATRON

2.1. The Management Committee may appoint one or more Patrons to The Guild.

2.2. The Management Committee may approach the Governor of Western Australia, or his or her spouse, at the commencement of that Governor's term of office, with a request, to be the Patron of The Guild.

3. CODE OF CONDUCT FOR MEMBERS

3.1. Members in a Group shall adhere to the accepted Group practice, including payment of fees, and foster amicable relationships within the Group.

THE EMBROIDERERS' GUILD OF W. A. (INC)

- 3.2. Members are encouraged to be informed and to avail themselves of the diverse activities arranged by The Guild.
- 3.3. Members are required to be financial before the Annual General Meeting in order to be eligible to vote. Non-financial Members are not eligible to vote, excepting Life Members.
- 3.4. Failure to complete the Membership Form accurately may lead to a Member not being covered by the correct insurance taken out by The Guild.
- 3.5. Non-financial Members are not covered by insurance; therefore all Members and Group Leaders must ensure Group Members are financial Members.

4. CODE OF CONDUCT FOR THE MANAGEMENT COMMITTEE

4.1. Personal Behaviour

Management Committee Members are in a position of trust.

All Management Committee Members need a clear understanding of their public duty and legal responsibilities.

Management Committee Members shall:

- 4.1.1. Gain a clear understanding of the role and purpose of the Management Committee.
- 4.1.2. Stay informed about all relevant activities affecting the Management Committee.
- 4.1.3. Comply with legal obligations and implement the decisions made by the Management Committee.
- 4.1.4. Attend all Management Committee meetings. Where attendance is not possible Committee Members shall submit an apology. If absence is likely to extend for several consecutive meetings, Committee Members must apply for leave of absence.
- 4.1.5. Prepare for meetings by reading and considering papers circulated with the agenda.
- 4.1.6. Act in a lawful, ethical and justifiable manner.
- 4.1.7. Demonstrate personal integrity and reliability.
- 4.1.8. Maintain confidentiality.
- 4.1.9. Participate constructively in committee activities.
- 4.1.10. Disclose any information about actual or potentially corrupt or illegal activities pertaining to the Guild and its Members to the President.

4.2. Record Keeping and Use of Information

All documentation produced by the Management Committee forms part of the public record. Therefore Management Committee Members should keep records well-organised and secure.

4.2.1. Documentation of Decisions

All decisions affecting the policy, practice and welfare of The Guild must be transparent. Decisions and processes should be documented. Documentation protects all parties involved in a decision, both collectively and individually.

4.2.2. Confidential Information

Highly sensitive matters must be discussed in confidence by Committees. Nevertheless all decisions should be documented and appropriate minutes prepared, while according certain records an extra level of security.

Management Committee Members need to respect confidential information and the privacy of individuals, and observe any restrictions agreed by the Management Committee (subject to Freedom of Information Act requirements).

4.2.3. Security of Information

While the Secretary of the Management Committee may be the person primarily responsible for the storage and handling of records, all Management Committee Members have individual responsibility for any document, tape, disk or other record in their custody. Records should not be left in view where they may be seen by non-committee Members and/or the general public.

4.2.4. Amendment or Falsification of Records

Committee Members shall not falsify, alter or damage any public record, nor backdate information nor remove folios from files.

4.3. Conflicts of Interest

Management Committee Members shall not accept gifts or benefits likely to place them under an actual or perceived financial or moral obligation to other organisations or individuals.

5. *RESPONSIBILITIES OF THE MANAGEMENT COMMITTEE*

5.1. Actively contribute to the direction, management and operations of The Guild.

5.2. Ensure forward planning for at least the next five (5) years and the continuing evaluation of The Guild's operations.

5.3. Liaise with Guild Members and the Admin Officer.

5.4. Promote The Guild within the community.

5.5. Attend Management Committee Meetings.

5.6. Undertake those duties and responsibilities as outlined in the Duty Statements Section of the Handbook.

5.7. The Executive

Responsibilities of the Executive are outlined in the Constitution.

THE EMBROIDERERS' GUILD OF W. A. (INC)

5.8. Office Bearers

5.8.1. Public Relations Officer

Shall promote the profile of The Guild to the public in as many ways as possible to increase membership.

Ensure effective communication between the Management Committee, Groups and Members.

Liaise with kindred organisations.

Gather information regarding The Embroiderers' Guild and notify the general public and Guild Members.

5.8.2. Newsletter Editor

Shall be responsible for the compilation and distribution of the Newsletter under the direction of the Management Committee.

5.9. Ordinary Management Committee Members

Each of the six (6) Ordinary Management Committee Members shall be responsible for one or more of the following portfolios when and as deemed necessary and appropriate by the Management Committee.

Responsibilities and Duties are outlined in the Duty Statements Section of the Handbook.

Education	JETS	Awards
House	Seminars	Exhibitions
Displays at Guild House	Retreats	Fundraising

6. *RESPONSIBILITIES OF OTHER OFFICERS OF THE GUILD*

Specific Duties are listed in the Duty Statements Section of the Handbook.

6.1. The Librarian shall:

Organize and maintain The Guild's Library Collection for use by The Guild's Members and others by invitation.

Liaise with the Management Committee.

Submit such reports as the Management Committee may require.

6.2. Historic Textile Collection Group Co-ordinator shall:

Have responsibility, with the assistance of Members of the Textile Group, for the organisation and maintenance of The Guild's Historic Textile Collection for use by Guild Members and others by appointment.

Liaise with the Management Committee.

Submit such reports as the Management Committee may require.

6.3. Book Sales Co-ordinator

A financial Member of The Guild may be appointed to the position of Book Sales Co-ordinator, whose role it is to purchase current publications on needleart for sale to Guild Members, enabling them to keep up to date with current practices.

THE EMBROIDERERS' GUILD OF W. A. (INC)

Shall liaise with the Management Committee.

Shall present a report at the Annual General Meeting.

7. SUB-COMMITTEES

7.1. Permanent Sub-committees

7.1.1. Education Sub-Committee

Its purpose is to set up and implement an annual programme of workshops, etc, in needleart techniques.

7.1.2. Awards Sub-Committee

Its purpose is to assess nominations for Honorary Life Membership, Commendation Awards and Service Awards.

7.1.3. House Sub-Committee

Its purpose is to take responsibility for the maintenance and general operations of Guild House.

7.1.4. Textile Collection Group

Its purpose is to organise and maintain an historic textile collection for preservation of Western Australia's cultural heritage and for teaching, study and research purposes.

Permanent Sub-committees are further defined in their own guidelines and procedures documents and have their own Duty Statements. Such documents and Duty Statements are subject to revision by the Sub-committee and the Management Committee from time to time.

These documents are located in the Handbook.

7.2. Temporary Sub-committees as required for specific purposes.

8. INSURANCE

8.1. Appropriate insurance covering the property and operations of the Guild shall be arranged and kept current by The Guild.

8.2. No Member of The Guild shall be held liable for loss of funds or goods by theft, or in any other way, if reasonable care has been taken.

8.3. All relevant insurance including public liability shall be carried at all times for property owned by The Guild.

9. NEWSLETTER

9.1. The Guild shall publish a regular Newsletter at a frequency and with such content as determined by the Management Committee.

9.2. The Guild Newsletter shall have informative content with news from different Groups and may include contributions from Guild Members and non-members.

9.3. The Guild Newsletter may carry suitable advertising, not necessarily restricted to needleart needs, but of a nature and substance that would be of service to Members and not cause offence or break the laws of the land.

THE EMBROIDERERS' GUILD OF W. A. (INC)

10. GROUPS

10.1. Purpose

The purpose of Groups is to promote the Object of The Guild.

10.2. Structure

10.2.1. A Group Leader is responsible for the running of the group.

10.2.2. A Deputy Group Leader is suggested to fill in for the Group Leader when required.

10.2.3. A Treasurer to collect the necessary subscriptions and fees, and keep attendance records for the Group and liaise with the Guild Treasurer on financial matters.

10.2.4. Some responsibilities, such as education, library etc., may be delegated to individual Members. It also eases the burden if the Leader is someone other than the Group's Tutor.

10.3. Group Leader

The Group Leader or delegate shall ensure the smooth running of meetings and classes. This includes:

10.3.1. Opening the venue, ensuring it is ready and everything is put back in order at the end of the session.

10.3.2. Ensuring that material, if any, is prepared and organised for each lesson or session, in co-operation with the Tutor.

10.3.3. Ensuring that a true record is kept of meetings and those present.

10.3.4. At the end of the calendar year, send a programme of the Group's proposed activities for the next year to the Education Subcommittee.

10.4. Group Responsibilities

10.4.1. Group Members are encouraged to link with other Groups and visit groups to share information, techniques and fellowship.

10.4.2. Group Members are encouraged to help the Group Leader with setting up and dismantling equipment for classes and generally share their knowledge.

10.4.3. All Members of the Group should be encouraged to assist fellow Members. This especially applies to new Members, who need to be welcomed and encouraged and helped if they wish to pursue some technique not currently being studied by the Group.

10.5. Finance

10.5.1. Each Group shall be financially self-sufficient. It is recommended that the Group has a bank account with cheque facility, if one can be negotiated at reasonable fees. It is the responsibility of the Group Leader to be aware of the financial situation of the Group.

10.5.2. Each Group shall keep a proper accounting of monies collected and all monies expended in the name of the Group.

THE EMBROIDERERS' GUILD OF W. A. (INC)

- 10.5.3. Each Group shall present a financial statement verified by three (3) financial group members as soon as practicable after the end of the financial year and before the Annual General Meeting. Groups should address their financial statement to The Guild Treasurer. The purpose is simply to keep the Guild Treasurer informed of each group's financial health and general progress.
- 10.5.4. The Group Treasurer may seek advice on any problems that arise.
- 10.5.5. Groups are encouraged to use their Treasurer to collect the Subscription fees to ensure all monies are sent to The Guild Treasurer.