



2015 Calendar

Business Meeting:
Wed, August 5, 9:30 AM
General Meetings replaced
by Quilt-a-Thon

Submission deadline for the August Newsletter: **Wed., August 19.** Articles should be sent to Newsletter Editor Joey Nakagawa at

newsletter@tucsonquiltersguild.com

Quilt-a-Thon
Tue., Aug. 11, 4:30 PM
Wed., Aug. 12, 8:30 AM

Quilt entry deadline:

Wed., Oct. 14 at meeting

Fri., Oct. 30 by mail



2016 Quilt Fiesta! Quilt Show meetings are at
10:00 AM at the Tucson Police Substation on the NW corner of Alvernon and 22nd
Street. Everyone is welcome to attend.

August 28, 2015 September 25, 2015 October 23, 2015 November 20, 2015 December 18, 2015 January 29, 2016

GET READY FOR THE QUILT-A-THON

The dates are fast approaching! On <u>Tuesday</u>, <u>August 11</u>, <u>2015</u>, we will start the Quilt-A-Thon at <u>4:30 PM</u>; and on Wednesday, <u>August 12</u>, <u>2015</u>, we will start at 8:30 AM.

This year we are donating 10 twin size quilts and 10 child size quilts to Sister Jose Women's Shelter. We would like to thank the following people for their wonderful donation of a finished twin size quilt: Anne Abrams, Colleen Babcock, Evelyn George, Paulette George, Barbara Heiman, Carol Ann Keck, Nancy Mahon, Jill Jackson Mandel, Joey Nakagawa, Christine Nelson, Kaye Wagner, and the Willcox Tumbleweed Quilters. We would also like to thank the longarm quilters who have generously donated their time to quilt a twin top: Lucy Dahn, Dale Dominque, Daisy Eickhoff, Char Gasker, Kathy Harris, Suzanne Irving, and Lori Zimmerman. We hope you know how much we appreciate your generous donations.

We are also donating 80 child size quilts to the Banner-UMC Diamond Children's Center; and Mary Bazzano of Quilting for Others has promised us 50 pillow cases. The Quilt-A-Thon Committee was invited to take a tour of the center; and on Wednesday, June 24, a group of the Committee did get to take the tour. I can't begin to tell you how impressed we were with the care given and the facilities for the children. The Diamond Children's Center ad-

ministers to children ages from newborns to 18 years old. We are very excited to be able to donate quilts to the Center.

SO!!! We hope you will all come and help us with these worthy projects.

SEE YOU THERE!!!



President's Message

August President's Message

The use of needlework skills to help others has long been a long tradition. Sometimes we make items to raise funds for our churches, political and/or social organizations, organizations that assist our veterans, soldiers, sailors, airmen, marines and their families. Don't forget Quilt for a Cause and the Red Cross, to name just two more. Sometimes we just make a quilt to give comfort to a stranger, a friend or a family member who just needs to know that they are thought of with love and concern. On the evening of Tuesday, 11 August, and during the day on Wednesday, 12 August members of our Guild will gather to do a "Quilt-A-Thon". We will have fun, we will have laughter, perhaps share a few tears and of course work making and finishing quilts. We need all kinds of help. You know the old saying, "Many hands make light work." So come and lend a hand, your heart will be joyful and your step will be lighter for your help. Thanks from the bottom of my heart.

Roberta



I was sorting through a box of stuff I brought out from Colorado and found this essay which I wrote between 2002--2004, when I was program chair for the quilt guild there and one nite we had a giant Show & Tell instead of a paid speaker. I thought maybe it would be appropriate for the August newsletter since it is a Quilta-Thon making quilts to give away.

Janet Pugh

A CELEBRATION OF WHO WE ARE AND WHAT WE DO-----

We make quilts because we love the process and even more, because we love the results.

We make quilts because we love working with fabric, and having something to show for our efforts and time.

We make quilts for people we care about, for our children, grandchildren, parents, grandparents, spouses, boyfriends, pastors, friends, and for people we admire. We make them for birthdays, weddings, anniversaries, graduations, and retirements. We welcome babies into the world with quilts, and we bid tearful farewells to special friends with quilts. We thank special teachers with quilts at the close of the school year.

We make quilts for people who have lost their homes by fire, floods, or war and for people whose lives have been shattered by tragedies and for families who have lost infants and children.

We make quilts for friends with major illnesses to wrap them in our love and caring thoughts.

We make quilts for the critically ill, the frail, the abused, the homeless, for teen mothers, for at risk children, and for the elderly residents of Veterans' Hospitals and nursing homes.

We make quilts to work through our own grief and to fill lonely hours.

We make quilts because we're angry and because we're happy.

We make quilts because we have stressful careers and need relaxation, or because we spend our days doing technical impersonal tasks and need a creative and artistic outlet.

We make quilts to respond to a challenge, to just prove we can do a specific something.

We make quilts because we admire a quilt we've seen and want to duplicate it in our own personal color scheme.

We make quilts to capture a special memory, or to celebrate an event, or to remember a beautiful vacation scene. Sometimes we make them as a protest, or to make a political statement.

Yes, we are special people. We celebrate that fact, and each other, and our creations.

2016 Quilt Fiesta!

From the Quilt Show Co-chairs:

A mid- summer reminder: quilt show entry forms are available on the Web site. We will also have some hard copies available at the Guild general meetings. The deadline to turn in your entry form is at the October 13th or 14th general meetings. You can also mail in your entry; mailing information is on the form. Mailed entries must be postmarked by Friday, October 30, 2015.

There will be a quilt show committee meeting on Friday August 28, 2015 at 10 A.M. at the Police Station on the corner of Alvernon and 22nd Street. All interested members are welcome to attend.

Several members have suggested that since the 2018 Quilt Fiesta is our 40th, or Ruby celebration, it would be nice if the quilt design would work well in the colors red and white. If you are working on a design, it's something to think about.

Joan Swanson jbswanso@gmail.com

Betty Anderson bettyca@comcast.net

Vintage Quilt Turning

Crazy quilts hold much fascination for many people. Have *you* wondered why the craze began? The last two decades of the 19th century were characterized by rigid standards, especially for women. Even the quilting tradition preceding the *Crazies* was heavily structured. Women rebelled in one of the only ways available, with a needle and thread! These women could have irregular patches, varied and exquisite embroidery stitches, cunningly express political opinions, and, because the quilt was done by "women" it didn't matter.

Do you have a *Crazy* or other vintage quilt you'd like to share in *Quilt Fiesta's Quilt Turning*? Quilts must be older than 1950 and they can be either your favorite "best" quilt or perhaps one used to keep warm in the winters of Minnesota. In past years, we've had a quilt dating from as early as the 1840s and one year, a magnificent Crazy from the mid 1800s! It's always exciting to contemplate what will be in a future quilt turning.

Applications to submit a quilt for the *Vintage Quilt Turning* are available on the web. The submission deadline this year is either of the October *Guild* meetings or they may be mailed to Sue Franklin, chair, and postmarked by **Friday, October 16th**. Contact Sue at 520.490.4721 or email her at (<u>suevette63@comcast.net</u>) with questions. Thank you!

Raffle Tickets

Just a reminder, I will not be at the July and August meetings. You may call or e-mail me if you want or need additional tickets and I will be happy to send some out immediately to you. You may also mail stubs and money to me at my home address. Thank you for your participation in this effort and have a fun summer.

PATTY KRUSE 885-2069 krusequilter@yahoo.com

2016 Quilt Fiesta!

Kids Row

Are you teaching your child to quilt? Are they taking a class at a shop? We encourage you to start thinking of having your child or grandchildren enter his/her quilt in the Quilt Fiesta 2016! We would like to see more children's quilts entered. What a thrill for them to see their own creations displayed at the quilt show—they will be so proud when they receive their ribbon! Kids should be age 17 or younger. All work on the quilts should be done by the child (adults may help with the quilting and binding). I will have entry forms at the Guild meetings, at all the local quilt shops this fall and there will be a copy on our Guild website for you to print out.

<u>Deadline for Kids Row entry form for the show is Nov. 11, 2015.</u> Quilts will be turned in by February 10, 2016.

For information contact:

Diane Bach 745-6204 or Joyce Bott 349-6223

Or email: <u>bachdiane@yahoo.com</u>

FINANCE COMMITTEE

The proposed budget for the new fiscal year is posted on the web site. Please go to the web site and look it over before the next meeting.

Marie Morris

Changes to the bylaws

There are a few proposed Bylaw changes to be voted on at the August meetings. There are two changes that affect the wording in a few sections of the Bylaws. The first has to do with the fiscal year changing from March 1 to the end of February – the new fiscal year will be July 1 to June 30. This change is necessary due to the Quilt Fiesta move from January to February – it is just not possible to have the quilt show at the end of February, and then wrap up all the financial transactions by the end of that month. This change will not affect the Membership year (dues), or the election of officers.

The second proposed change is a housekeeping issue – the Board of Directors determined that an audit of the books only needs to be conducted at the end of each Treasurer's term, instead of annually. The changes in wording in the Bylaws reflect that determination.

The Bylaws can be read in their entirety online on our website in the protected area, or in a paper copy at the Membership table at the general meetings. Proposed deletions will be seen in red. If you have the online version of this newsletter you can scroll down to read it in its entirety.

OUILTING FOR OTHERS

Thanks to all our Guild members who have made Quilting for Others a success again this year. Thanks to all of you that have taken tops and quilted them for us. Because of all your help we have given away a total of 55 Quilts to the following: Peppy's House, Reachout, Friendship Village, Aviva, Desert Dialysis, and Habitat, 20 Pillow Cases to Peppy's House, and 20 Pillow Cases to Desert Dialysis.

Come November we will need 200 Stockings for the Candle Lighters. We still need 100 more Stockings for this year. So I am hoping our Guild members will help us reach that goal in the next few months.

Don't forget that if you have been traveling this summer we can always use the toiletries that we give to Youth On Their Own.

Come and see us in the back of the room. We have kits for Pillow Cases, Stockings, and Heart Pillows. We always have tops that need to be quilted, both big and small.

Hope to see you at the Quilt-A-Thon in August where we quilt our hearts out for the day. It is always nice and cool in the hall and we have a lot of fun meeting new people.

Mary Bazzano

Chair person for Quilting for Others

Quilt For A Cause

We're staying busy this summer, raising and donating money to help fight breast and gynecologic cancer. In June we donated \$10,000 to St. Elizabeth's Health Center for their women's cancer programs. Thanks, Quilters, for continuing to make such an impact with your quilt donations and purchases of patterns, etc. from QFaC!

In July we visited the Hummingbird Stitchers Quilt Guild in Sierra Vista, where we had a great time, presenting our trunk show and pattern sale at their 2 meetings. They also donated 2 beautiful quilts to QFaC. Thanks, Hummingbird Quilters!

We continue to accept quilts and are putting them up on our website as quickly as we can get them processed. We'll need about 300 quilts, and we've already received about 130, of which 7 have been sold at the buy me now price, as we head toward the grand auction *next* year. In the meantime, we're planning a kick-off reception to start off the upcoming auction year:

Save the Date! October 3, 2015

We are hosting a kick-off reception for the 2016 Quilt Auction at a lovely home in Tucson. Plan to attend for an afternoon of fun, a chance to view some of the beautiful donated quilts, wonderful raffle quilt and light refreshments!

Tickets will be on sale soon, \$25 per guest. Check our website, QuiltForaCause.org for more information!



Arizona Quilt Documentation Project - Tucson

The Tucson team called its July meeting one that was "all about member, Cathy Washburn." Cathy, soon moving to Florida, brought eight of her **200** quilts for documentation. The quilts ranged from some made while she lived in other parts of the country to some made here. They included *Kitty Sampler*, two with a Gingerbread theme (*Gingerbread Joy* and *Gingerbread Men*), *Peppermint Twist* (a Jo Morton design), *House Sampler*, *Jo's Club Medallion*, *Autumn Glory*, and *Me Me's Garden* began with a *Guild* workshop by Pat Sloan a couple years ago. The quilts included varied techniques, sometimes because Cathy was the student and others due to her teaching a class in a Florida quilt shop.

Guild member, Connie German, joined the group for this documentation. Connie was a delightful addition. Who do you think is being recruited to join the team? After documentation, the group gathered at one of Cathy's favorite lunch spots, the Cheesecake Factory. Guess what...no one ordered cheesecake!

The next documentation experience, July 23rd, is at the *Arizona History Museum*. As I noted last month, it's like Christmas working with the *Museum* quilts. One never knows what curator Laraine Daly Jones will pull from the box for the next documentation table! Be sure to keep your eyes on this space next month to learn about the treasures documented. Perhaps there will be some that are uniquely Arizona. No doubt, there will be crazies and log cabins!

If you have questions about quilt documentation or would like to join the Tucson team, please either call or email Tucson liaisons Sue Franklin, (520.490.4721; suevette63@comcast.net) or Terry Gryzb-Wysocki, (520.749.9326; terry-gw@mindspring.com). New members are welcome. Also, if you'd like to just come to watch and view the process; that is possible, too. Training sessions are held monthly from 9:30 until 12:30 at the *Ellie Towne Flowing Wells Community Center* on Ruthrauff Road.

Tucson Quilters Guild

PROGRAM NOTES

Program Co-Chairs Connie German and Reilly Zoda encourage you to go to the Guild website under Future Speakers to see all the exciting speakers coming to our Guild until early 2016. Listed are dates that each speaker will be lecturing and teaching at the Guild along with the workshops offered and their website. Just click on the website address to look at the workshops in detail. Most websites will also have the Supply Lists needed for the class. The 1 day classes are \$50 and the 2 day classes are \$100. The classes are from 9:00 AM to 3:30 PM each day and they are held at the St. Francis Cabrini Church, 3201 E. Presidio, Tucson, AZ 85716 in the large multi-purpose room (the same location as the lectures). These workshops are a great opportunity for you to learn new quilting skills at a very reasonable price from professional quilters from all over the United States!

Upcoming Programs:

2015

September 2015 - Rob Appell

September 8th & 9th Lecture: "Rob Appell Trunk Show" September 10th & 11th 2-Day Workshop: "The Twizzleman Project", 13 spots open

October 2015 - Maxine Rosenthal

October 13th & 14th Lecture: "One Piece of Fabric - Arrange and Rearrange"
October 15th Workshop 1: "One Block Wonders", 9 spots open
October 16th Workshop 2: "Cubes Hollow and Otherwise", 11 spots open

November 2015 - Nancy Eha

November 10th & 11th Lecture: "The Beading Queen"
November 12th Workshop 1: "Organic Beading for Art Quilters", 9 spots open
November 13th Workshop 2: "Bead-Dazzling Embroidery Interpretations", 13 spots open

2016

January 2016 - Rose Hughes

January 12&13 Lecture: "Embellishment Scavenger Hunt"
January 14&15 2-Day Workshop: "Dreamin Up Landscapes"
Sign-ups open August 2015 Business Meeting
Even though the program table is not up, you can still sign up.
Give the info and check to Reilly or send it to Connie.

February 2016

Quilt Show is in February 19-21, 2016 instead of January

March 2016—Vikki Pignatelli

March 10&11 Lecture: "Nurture Your Creative Spirit"
March Workshops: "Basic Curves" and TBD
Sign-ups open October 2015 Business Meeting

April 2016 - Bonnie McCaffrey

April 7&8 Lecture: "Inspiration & Development of a Quilt Artist"
April 9 Workshop: "Painted Face for Beginners"
April 10 Workshiop: "Doodle Zen Dot Z"
Sign-ups open November 2015 Business Meeting

CHRISTMAS BLOCK

During your summer break, don't forget to keep an eye out for fun ideas to use in your Christmas Block Exchange piece. Enjoy your trip!

Judy Gilmartin

BEES, BEES, BEES—Updated!

CENTRAL AREA:

Himmel Park Contact: Ruth Campbell, 792-1639

Where: Himmel Park Library; When: Third Wednesdays, 6:30 PM

EAST SIDE:

Art Quilters Contact: Laura Steiniger, 465-9100

Where: Quilters Market; When: Third Wednesdays, 10 AM to Noon

Charity Bee for more information call Susan 747-8458

Where: Quilters Market

When: 2nd Tuesday of the month at 1:00 pm

Evening Eastside Bee Contact: Connie Weigel, 760-7728 or xuxala@msn.com

Where: Unity Church of Peace, 1551 S Eastside Loop

When: First Thursdays, 6:30 - 9 PM

The Evening Eastside Bee does not meet during the summer.

UFO Bee (Bring your own UnFinished Objects) Contact: Mary Meserve, marymes@aol.com

Where: Ouilters Market

When: Tuesdays, 9:00 - 11:30 a.m.

Pacific Rim Quilting Bee Asian fabrics, donation quilts

Contact: Annette Meyer, shelbymeyeraz@cox.net; Susan Owara Where: The Quilt Basket When: First Tuesdays, 10:00 a.m. – noon **East side Saguaro Needlers Bee** Contact Joan Gilbert 722-3822.

Meets third Wednesday 1:00-4:00 in members homes.

GREEN VALLEY:

Hexies Bee English Paper Piecing, Contact: Carole Sullivan, 520-762-8652

Where: Friends Indeed Community Center, Green Valley, AZ

When: First Wednesdays, Noon – 3PM

North of the Border Contact: Babs Phillips, 393-6557

Where: M & I Bank, 270 W Continental, Green Valley; When: Thursdays 9:30 - Noon

NORTHWEST:

Quilting for Others Contact: Mary Bazzano, 297-9576

Where: Cactus Quilt Shop; When: Third Wednesdays, 9:30 - Noon;

Theme: Tucson Charities

SIERRA VISTA:

Days for Girls without Borders

Contact: Donna Viitanen, drvii3043@gmail.com or 520-335-8394

Where: Donna's home, call for directions;

When: Second Sundays, 10 a.m. - 4 p.m., November - March

SOUTH:

Quilts of Valor Bee Contact: Beth Glass, 241-0359

Where: Eagles Wings Quilting, 3949 E. 29th Street, Tucson, 85711

When: Third Thursdays, 1:00 - 4:00 PM

SOUTHWEST:

Southwest Side Bee All are welcome. Contact: Marie Morris, 520-403-6208 or 520-623-0123.

Fall schedule is Sept 21, 2015 to Nov 16, 2015.

Where: GracePointe Church, 2555 W. Valencia Rd., Tucson

When: Mondays, 6:30 - 8:00 p.m.

Please contact the Guild Beekeeper, Laurie Mullins at Mauriel@hotmail.com to add, change or correct information about Bees. Open Bees are listed in the newsletter. The closed Bees list is on the TQG member website.







Tucson Quilters Guild

The Guild Basics		
Who:	All Members	
What:	Business Meeting—First Wednesday of every month in the Church Classroom.	
	General Meetings - Second Wednesday of the month in the morning or the Tuesday evening preceding the second Wednesday - in the Parish Hall.	
When:	Business Meeting — 9:30 AM ~ 10:30 AM	
	General Meetings: Tuesday Evening —7:00~9:30 PM	
	Wednesday Morning —9:30 AM~12:00 PM	
Where:	St Frances Cabrini Church 3201 E. Presidio Near Fort Lowell and Country Club	
(How): Parking	Guild members are asked to refrain from parking in the spaces in front of the Parish office; the Church wants these spaces to remain open for Church members who have business to attend to in the office. This is the small building to the east of our meeting room. PARKING NOTICE : Tuesday evening attendees: The Church's Family Classes are in session again, so PLEASE DO NOT PARK IN THE FRONT LOT. Use the side or back lot.	
Why:	Come to get involved with all aspects of the Guild, to make new friends, learn new quilting skills, share, but most of all, to have <i>FUN</i> . But please, do not wear fragrance to meetings.	
Cost:	Members (\$30/year, due in March) and Guests (\$5.00/meeting with guest speaker)	

LIBRARY INFORMATION

Tuesday Evening Meetings: Open from

5:30 PM to 7 PM only.

Wednesday Morning Meetings: Open from 8:30 AM to 9:30 AM and during the break.

To renew books:

Call Donata Pfisterer the day before the meeting at 733-9557 or email her at:

donatap@photonengr.com



EMAIL LIST: The Guild now has an email list for easy communication with the members. Please log into the protected area of the website and put your name and email address into the box at the top of the page. After doing this, you will receive an email. You must click on the link after making the link into one long line. If this works, you will receive another email saying you were successful. If you have any problem with this, email me at quilter@tucsonquiltersguild.com. Meg Silvern

TQG BOARD AND COMMITTEES

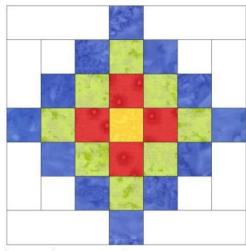
President	Roberta Sipes	lsipes@power.net
Vice President	Elaine Romanelli	Romanellielaine@gmail.com
Endowment/ Donations	Sally Dickinson	749-9815
Membership	Mary Meserve	465-2785
Member at Large, Evening	Laurie Mullins	Mlauriel@hotmail.com
Member at Large, Morning	Evelyn George	325-0166
Programs	Connie German	germanconnie@gmail.com
Programs	Reilly Zoda	sekmet73@cox.net
Quilt Show Co Director	Joan Swanson	jbswanso@gmail.com
Quilt Show Co Director	Betty Anderson	bettyca@comcast.net
Secretary	Barbara Heiman	<u>bjheiman@hotmail.com</u>
Treasurer	Kathy Barton	kathrynbarton@sbcglobal.net
Bears	Christine McCollum	748-9165
Bees	Laurie Mullins	Mlauriel@hotmail.com
Corresponding Secretary	Mary Meserve	465-2785
Finance	Marie Morris	623-0123
Guild Pins	Diane Bach	bachdiane@yahoo.com
Guild Publicity	* open *	
Historian	Cathy Dargel	746-9246
Holiday Block Exchange	July Gilmartin Colleen Babcock	jgilmartin@msn.com cjquilts@att.net
Hospitality	Christine McCollum Marie Luongo	748-9165
Library	Donata Pfisterer	760-0309
Library	Kathryn Wald	749-4772
Newsletter	Joey Nakagawa	JoeyKiomi@gmail.com
NQA	Mary Meserve	465-2785
Pattern of the Month	Evelyn George	quilter4ever@cox.net
Quilt A Thon	Paulette Worman	lavenderlady@centurylink.net
Quilting for Others	Mary Bazzano	297-9576
Raffle Quilt 2016	Terry Gallegos	749-3424
Raffle Quilt 2017	Colleen Babcock	cjquilts@att.net
Record Keeper	* open *	
Website	Meg Silvern	meg@silvern.com



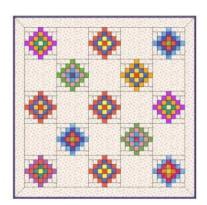
Pattern of the Month - August 2015 By Evelyn George

Granny Squares 10½" finished block

Piece these old-fashioned blocks in bright solids and tone-on-tone colors to make a pretty throw or bed quilt with a touch of nostalgia. Each block has 4 different colors on a solid background, arranged to resemble crocheted squares of the same name. Choose solid color scraps to make a variety of color combinations, with the same background for all. If you want to plan ahead, buy enough of the background to complete a quilt the size you want. In these sample layouts, note plain background squares alternated with the



Granny Squares. Approximate sizes and background yardages are given to help you plan your quilt.



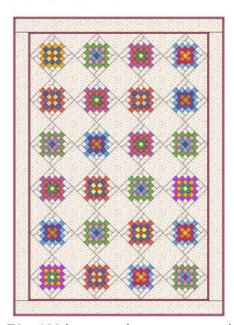
60 x 60 throw
13 blocks + 12 plain squares
3 yards background fabric
(includes border)

<u>Cut these 2" squares for one</u> <u>Granny Square Block:</u>

1 center *(yellow)* 4 first round *(red)* 8 second round *(light green)* 12 third round *(dark blue)*



64 x 96 twin
20 blocks + 20 plain squares
4 yards background fabric
Plus 1½ yards border fabric



70 x 100 long twin (on-point setting)
24 blocks + 15 plain squares
6 yards background fabric
(includes setting triangles, border)

White background for each block:

Cut 4 of <u>each</u>: 2" squares; $2" \times 3\frac{1}{2}"$; and $2" \times 5"$

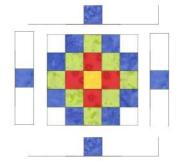
Note: You'll get best results by using an accurate $\frac{1}{4}$ " seam allowance; if it's bigger or smaller, the block parts won't fit together nicely. It's worth testing and measuring before you start, to avoid disappointment later.

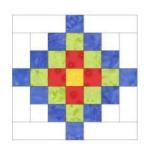
Arrange pieces to make block design shown.

Then assemble center part of block (5×5 squares) in rows (press row seams in opposite directions.)

Piece right and left side strips, and add to center.

Piece top and bottom strips, and add to complete the block.





Hummingbird Stitchers Quilt Guild — Sewing Room Sale!

Wed. Sept. 9, 2015 9:00 a.m. - 12:45 p.m.

Rothery Center 3305 Fry Blvd, Sierra Vista, AZ

Fabric, notions, embroidery, machines, patterns & half dozen finished quilts from Judy Hutchison's stash for sale.

www.hummingbirdquiltquild.com

Questions? Call MaryAnn (520) 255-6780





For Sale

Used Tin Lizzie Eighteen, 9ft. 6 inch quilting frame

Stitch regulation, speed regulation, needle up/down

\$2,000 or best offer

Listed Craig's list/Picture - Arts/ Crafts

Kim Dickinson 909-904-2248







Advertising

Members: \$5.00 for small want ads for Quilting/sewing related items Quilt related businesses: \$25 business card size \$50 1/4 page \$100 half page



Tucson Quilters Guild and Tucson's Quilt Fiesta! is now on Facebook! Since this is FREE publicity for our Guild and our show, ask your friends to 'like' the page. What can be better than free?

https://www.facebook.com/pages/Tucson-Quilters-Guild-Tucsons-Quilt-Fiesta/121887434544473

TUCSON QUILTERS GUILD, INC. BYLAWS

The original bylaws were formulated November 14, 1990; amendments up to June 2015, are incorporated in this text.

ARTICLE I: CONSTRUCTION AND EFFECT

Section 1: These By-laws are controlled by the Articles of Incorporation of Tucson Quilters Guild, Inc. adopted on Wednesday, the 7th day of January, 1987. The principal office of the corporation shall be located in Tucson, Arizona.

Section 2: The Guild's purpose is to perpetuate the art of quilting and to encourage and stimulate interest in this art form. Every member is asked to learn, teach, share skills, and participate with fellow members to the fullest extent possible.

ARTICLE II: MEMBERSHIP

Section 1: Membership in the corporation shall be open to any person regardless of age, sex, religion, race or color who will adhere to the purposes of the Guild as set forth under the Articles of Incorporation and these By-laws. The death, insanity or bankruptcy of a member shall not affect the continued existence of the association.

Section 2: Guild membership is limited to full member and honorary member.

A: A full member:

- Is entitled to one vote in the affairs of the corporation
- Is entitled to receive the monthly Newsletter
- Is required to pay the full annual dues
- Is expected to work one shift at the annual quilt show
- May enter quilt(s) in the annual quilt show
- Is eligible to hold elected or appointed office in the Guild
- Is entitled to access to the Guild library

B: Honorary membership may be awarded for outstanding service to the Guild. Names of proposed honorary members shall be presented first at the business meeting for discussion and approval, and second voted upon by the general membership. Honorary members are lifetime members and are entitled to the privileges of full membership, but do not pay dues.

Section 3: Membership may be terminated at any time by voluntary withdrawal by a member giving written notice of intention to the Membership Director or Guild President. Withdrawal shall be effective immediately and all rights, privileges and interest of the member shall cease upon termination of membership.

Section 4: Any member who believes the activities of another member, or prospective member, to be detrimental to the purposes of the Guild may bring such activities to the attention of the Board of Directors in writing. The Board will consider the matter and determine whether further action is necessary. Membership of a current member may be terminated only after:

- 1) The member has been given written notice by the Board
- 2) The member is given thirty (30) days to respond in writing
- 3) The Board of Directors presents the matter to the membership at the general meetings for a vote
- 4) Approval by a simple majority of those present is required for expulsion, provided a quorum is present (Article V, Section 3,
- A). At the discretion of the Board of Directors renewal of membership may be denied to a person who has been removed for cause.

ARTICLE III: DUES

Section 1: Annual dues will be required of each member payable at or before the March general meeting. The amount of dues will be decided on or before October at the general meetings and will not be pro-rated for members throughout the year. New members and existing members may submit membership applications with dues for the forthcoming year at the annual Quilt Fiesta. in January.

Section 2: Guests will be charged a fee for attending a General Meeting in the months when a featured speaker is present. No fee will be charged in the months when there is no featured speaker.

ARTICLE IV: BOARD OF DIRECTORS

Section 1: The Board of Directors shall consist of twelve elected officers as follows: President, Vice-President, Recording Secretary, Treasurer, two Program Co-Directors, two Quilt Show Co-Directors, two Members-at-Large, Endowment Director and Membership Director.

Section 2: A simple majority of the Board will constitute a quorum for Board decisions.

Section 3: The annual fiscal meeting shall be held on or before the final Friday in February June. The purpose of this meeting is to review the proposed budget for the forthcoming year. The meeting attendees shall consist of the outgoing and incoming Board Directors and Committee Chairs. The proposed budget will be presented to the general membership for their approval and vote at the March July meetings.

Section 4: At the March business meeting the outgoing President, Board of Directors and Committee Chairs will transfer to the incoming Board of Directors and Committee Chairs the following: Guild equipment, including all laptop computers and software; Guild administrative documents, including, but not limited to, Guild Articles of Incorporation, current Guild By-laws, job descriptions for elected officials and standing committees, and annual committee reports, notes and documentation from that term.

Section 5: A Special meeting of the Board of Directors may be called by the President or any two Board Directors in the event a decision is required prior to the next scheduled meeting.

Section 6: A Director may not be removed from office except upon the establishment of misfeasance¹, malfeasance², or nonfeasance³ as determined by a simple majority vote of the Board of Directors. Said decision must be affirmed by a simple majority vote of the members at the *next* general meetings, provided a quorum is present.

1) Misfeasance is wrongdoing; doing of a lawful act in an unlawful manner, so that there is an infringement on the right of another or others:

2) Malfeasance is wrongdoing or misconduct, especially in handling public affairs; 3) Nonfeasance is failure to perform a duty.

Section 7: Any Director of the Guild who misses three (3) business meetings in a fiscal year for reasons other than an excused absence as approved by the President or Vice President may be removed from office. An election will be held to fill that position for the remainder of the term other than as provided by in Article VI. An acting Director shall be appointed by the board in the interim.

ARTICLE V: MEETINGS

Section 1: Time and place of the Business meeting and the General meetings shall be announced in the Guild newsletter.

Section 2: A Business Meeting of the Board of Directors and Standing Committee Chairs is open to all members; said meeting shall be held at least monthly prior to the general meetings at a place and time designated by the Board of Directors.

A: A quorum for business meetings will consist of a simple majority of the Board of Directors and at least three Standing Committee chairpersons.

B: Business meetings will include reading of minutes, financial report and such other business deemed necessary by the presiding officer or that which is brought up from the floor. Decisions affecting the Guild, other than those described in Article V, Section 2C may be voted upon by the Board of Directors and Standing Committee Chairs provided a quorum is present, as described in Article V, Section 2A.

C: Decisions may be made at the business meeting on all Guild matters except the following:

- Amendments to the Articles of Incorporation or the by-laws (Article IX, Section 1)
- Major decisions on Guild projects (i.e. whether to have a guilt show)
- Monetary disbursements exceeding \$500 that are not covered in an approved budget (Article IV, Section 3)
- Election of officers (Article VIII. Section 4)
- Determination of amount of dues (Article III, Section 1)
- Election of Honorary members (Article II, Section 2, B)
- Approval of proposed budgets (Article IV, Section 3)
- Removal of a Director from office as recommended by the Board of Directors (Article IV, Section 6)
- Termination of membership as recommended by the Board of Directors (Article II, Section 4)

Section 3: The General Meetings will be held at a place and times designated by the Board of Directors.

A: A quorum for the general meeting shall consist of one quarter of the membership. For purposes of voting, the evening meeting shall be treated as an adjunct meeting. Members not attending will be allowed to vote by proxy, as long as the proxy ballot is received by the Recording Secretary, by delivery by US Postal Service or by email prior to the Wednesday morning General meeting at which the announced voting is to take place. The proxy ballot must contain the member name, address, phone number, and Guild member number.

B: The general meetings will include reports from Committees. The presiding officer reports decisions made at the business meeting, other business as deemed necessary and any business brought up from the floor. Special programs or demonstrations and showand-tell by members may be a part of the general meetings.

C: Major Guild decisions listed in Article V, Section 2 C, will be made at general meetings.

Section 4: A business meeting or a general meeting may be cancelled or rescheduled by a majority vote of the Board of Directors.

ARTICLE VI: OFFICERS

Section 1: The elected officers of the Guild shall consist of President, Vice-President, Recording Secretary, Treasurer, two Program Co-Directors, two Quilt Show Co-Directors, two Members-at-Large, Endowment Director and Membership Director.

Section 2: The term of office shall be one 2 year elected term of office. No member may serve consecutive elected full terms for the same position on the Board. It is recommended that in odd numbered years members running for the offices of President, Vice-President, one Quilt Show Co-Director, one Program Co-Director, one Member-at-Large (evening meeting representative), and the Endowment Director will be elected. In even numbered years members running for the offices of Recording Secretary, Treasurer, one Quilt Show Co-Director, one Program Co-Director, one Member-at-Large (morning meeting representative), and Membership Director will be elected. If an elected official cannot serve the full 2-year term, an interim election will be conducted to fill the remainder of that term.

Section 3: The DUTIES AND RESPONSIBILITIES of officers shall be as follows and as may be required or directed by the Guild Guidelines.

A: PRESIDENT – To preside over all meetings, to be an ex-officio member of all committees except the nominating committee, to appoint or dismiss committee chairmen with the approval of the Board of Directors, to coordinate the work of appointed committees and act as liaison with other needlework groups or with community authorities.

B: VICE-PRESIDENT: To perform the duties of the President in the temporary absence of that officer. The Vice President shall form and oversee a by-laws committee to initiate an annual review of By-Laws and Guidelines for all Board positions, appoint an audit committee, and preside over either the daytime or evening meetings in the absence of the President. In the event of a vacancy in the office of President, the Vice-President automatically becomes President, and a new Vice-President shall be elected.

C: RECORDING SECRETARY: To keep a written record of all meetings, to keep official copies of the Articles of Incorporation and By-laws and record changes to the official documents as made by the membership, to make notification available to the general membership of said changes.

D: TREASURER: To take custody of all money received by the Guild, to deposit funds promptly in the Guild's bank account(s), to disburse all funds by check to cover Guild obligations, to keep a record of all funds received and disbursed and complete a treasurer's report monthly, to file appropriate annual tax documents, and to submit to an annual financial audit.

E: PROGRAM CO-DIRECTORS: To plan and facilitate programs, demonstrations, or workshops.

F: QUILT SHOW CO-DIRECTORS: To appoint and coordinate sub-committees for annual quilt show.

G: MEMBERS-AT-LARGE: To represent the membership as a whole and bring issues of interest or concern to the rest of the officers. There shall be 2 Members-at-Large, elected in alternating years. One Member-at-Large will be elected from the evening meeting attendees, and one will be elected from the morning meeting attendees.

H: ENDOWMENT DIRECTOR – To oversee the Endowment (Donations and Grants) Committee, consisting of 3 to 5 members appointed by the Endowment Director. The committee is responsible for reviewing the requests for grants and donations to insure the requests meet the grants and donations guidelines, and making a written recommendation to the Board for distribution of grant and donations funds. Written recommendations presented to the Board will include:

- Name of organization or individual requesting quilt related funds
- How the organization or individual will use the funds
- Amount of funds received in previous years.

Any members of an organization or individuals requesting money will not be present when the request is discussed.

I: MEMBERSHIP DIRECTOR - To manage the membership database, collect membership applications and dues, collect guest fees, distribute rosters, organize new member gatherings. The Membership Director shall form and oversee a committee to assist in performing the membership activities. Activities shall include providing information to prospective members and new members, reviewing applications for membership, accepting dues, obtaining and assigning sponsors for new members as needed, assisting with the New Member Gathering, and assisting with the preparation and distribution of membership lists. Further, the committee will compile lists of member volunteer responses, and forward those lists to the appropriate committee chairpersons as requested.

ARTICLE VII: STANDING COMMITTEES

Section 1: The following Standing Committees shall be appointed by the President, with the approval of the Board of Directors.

- A: Corresponding Secretary To handle correspondence as directed and act as recording secretary in the temporary absence of that officer.
- B: Librarian To keep records and make available to members books and other resources held in the Guild library.
- C: Historian To keep a record of Guild activities and Quilt Shows.
- D: Quilting For Others To coordinate charitable activities.
- E: Education To coordinate educational activities.
- F: Bees To keep a record of dates, places, and contact information for bees.
- G: Newsletter To publish and distribute a monthly newsletter.
- H: Hospitality To organize the Holiday Celebrations, refreshments for the August Quilt-a-thon and any other occasions as directed by the Board.
- I: Finance Committee A committee will consist of at least three Guild members appointed by the President who have expertise and/or experience in financial matters. This committee will report quarterly to the Board its recommendations on any major financial decisions affecting Guild operations. The committee shall receive monthly financial statements from the Treasurer including a Standard Balance Sheet and a Profit/Loss vs. Budget or Income/Expense report. The committee's responsibilities will include, but are not limited to the following:
 - Review annual results of the financial audit information
 - Make recommendations on any changes needed in the fiscal process, including bookkeeping practices
 - Make recommendations on the amount of savings and/or interest to earmark for Endowments
 - Make recommendations on any change in membership dues
 - Make recommendations on the annual operating budget including operating capital to be held in reserve.
 - The committee will also organize, inventory and store Guild property, reports, records, and other materials at a facility provided by the Guild, to dispose of any property only with the approval of the Board of Directors.
- J: Audit Committee formed and overseen by the Vice President to administer the annual internal financial audit at the end of each Treasurer's term. The Committee shall consist of three non-Board Guild members to be trained by the Guild CPA.
- K: Project of the Month To create quilt related projects that are shared with the membership.
- L: Record Keeper To keep and report records of Guild charity projects.
- Section 2: Additional Committees, temporary or permanent, may be appointed as needed for special events or activities.

ARTICLE VIII: NOMINATIONS AND ELECTIONS

Section 1: The election of officers shall take place annually at the February meeting. Any member (Article II) shall be eligible for office. In the event multiple candidates are nominated for the same position, the candidate with the greatest number of votes shall be elected. When multiple candidates are nominated for positions for which two officers are needed (e.g., Program Co-Directors, Quilt Show chairs Co-Directors, Member-at-large) the two candidates with the greatest number of votes shall be elected.

- Section 2: A nominating committee of three shall be named by the President by the November business meeting, term of office will be for one (1) year. The committee will select at least one nominee for each elective office except Members-at-Large and will present their slate at the January business meeting.
- **Section 3**: At the January General Meeting, in odd numbered years, nominations will be taken from the floor at the evening general meeting, for one Member-at-Large position to represent the evening membership. At the January general meeting, in even numbered years, nominations will be taken from the floor at the morning general meeting, for one Member-at-Large position to represent the morning membership. At the February general meetings, additional nominations may be taken (for the appropriate year) and a paper ballot election will be held for the vacant position.

Section 4: The slate will also be presented at the February general meeting, and the President will call for additional nominations from the floor. If there is more than one candidate for any office, a secret ballot will be taken for that office.

Section 5: In the event of a vacancy in any elective office during the term, the above procedure in Sections 1 - 4 will be followed to fill the vacancy.

ARTICLE IX: AMENDMENTS

Section 1: These By-laws may be amended, repealed or altered in whole or in part by a simple majority vote of the full members present at the general meetings of the Guild, provided the proposed changes have been presented and discussed at a business meeting, presented at the next general meetings, published in the next month's Guild Newsletter, and finally, voted on at the following general meetings.

ARTICLE X: FUNDS AND FISCAL YEAR

Section 1: The fiscal year of the Guild shall be March 1 July 1 to the last day of February June 30.

Section 2: This Corporation is not a profit making organization, nor is it founded with the expectation of making a profit. This corporation shall use its funds only for the objects and purposes specified in the Articles of Incorporation and these By-laws.

Section 3: To perpetuate the Endowment Fund investment, 10% of all income generated from the Fund will be reinvested in the principal amount designated for the Endowment Fund.

Section 4: All Checks and Monies offered for purposes of donations to charity shall be made out to TQG and any checks to the charity are written from the Guild Treasury.

Section 5: Persons entrusted with the handling of corporation funds may be required, at the discretion of the Board, to furnish at corporation expense, a suitable fidelity bond.

ARTICLE XI: INDEMNIFICATION.

Section 1:The Guild shall indemnify, to the maximum extent permitted by A.R.S. §§10-3850 *et seq.*, any person who is a party or is to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, or any threatened, pending or completed action, suit or proceeding by or in the right of the Guild to procure a judgment in its favor, by reason of the fact that he or she is or was a Director, officer, advisor or employee of the Guild or is or was serving at the request of the Guild as a Director, officer, advisor or employee of any other organization, entity, association, partnership, joint venture or other enterprise, against expenses (including, without limitation, attorney's fees), against judgments and fines, and against amounts paid on settlement to the extent permitted by law. Expenses, including attorney's fees, incurred in defending a civil or criminal action, suit or proceeding may be paid by the Guild in advance of the final disposition of any such action, suit or proceeding to the extent permitted by law. Notwithstanding the foregoing, however, neither this provision nor any other provision of these by-laws shall eliminate or limit the liability of a director, officer, advisor or employee of the Guild for any of the following:

- (a) The amount of financial benefit received by a director to which the director is not entitled;
- (b) Intentional infliction of harm on the Guild or the members;
- (c) A violation of Arizona Revised Statutes §10-3833; or
- (d) An intentional violation of criminal law.

Section 2: The Guild may, to the full extent then permitted by law and authorized by the directors, purchase and maintain insurance on behalf of any director, officer, advisor or employee against any liability asserted against and incurred by any such person in any such capacity, or acting out of his or her status as such whether or not the Guild would have the power to indemnify such person against such liability.

ARTICLE XII: POLICY ON CONFLICT OF INTEREST

Section 1: Conflict of Interest. No member of the Board of Directors of the Guild or any of its committees, or any Officer of the Guild, shall derive any personal profit or gain, directly or indirectly, by reason of his or her participation with the Guild. Each individual shall disclose to the Guild any personal interest that he or she may have in any matter pending before the Guild and shall refrain from participation in any decision on such matter. If an individual member of the Board of Directors or any of its committees has a question about a possible conflict of interest, such member shall seek the Board's advice.

Section 2: Purpose. The purpose of this Policy is to ensure that the deliberations and decisions of the Guild are made in the interests of, and to protect, the Guild and the public when the Guild is contemplating entering into a transaction that might benefit the private interest of an interested person (as defined below), including a director, officer, committee member or employee of the Guild. An interested person may not use his or her position with respect to the Guild, or confidential corporate information obtained by him or her relating to the Guild, in order to achieve a financial benefit for himself or herself or for a third person. This policy is intended to supplement but not replace any applicable laws governing conflicts of interest applicable to nonprofit corporations.

Conflict of interest issues may arise from a variety of sources including, but not limited to, employment, professional relationships, personal business interests, activities and investments, familial or friendship relations, and/or other circumstances. When these potential conflict of interest situations arise, they must be reported to the President of the Guild for discussion and resolution by the Board of Directors in accordance with this Policy and appropriate law.

In connection with any actual or potential conflicts of interest, an Interested Person (as defined below) must disclose the existence of his or her Financial Interest (as defined below) and all material facts to the Board of Directors and to members of committees with Board-delegated powers concerning the proposed transaction or arrangement.

Section 3: Definitions. The following terms shall have the following meanings when used in this Policy on Conflict of Interest: A. "Interested Person." Any member of the Board of Directors, any Officer of the Guild or any participant on a committee with Board-delegated powers who has a direct or indirect financial interest as defined below, or who sits on a Board of a potential recipient having a direct or indirect financial interest, as defined below.

- B. "Financial Interest." A person or potential recipient has a financial interest if the person or recipient has, directly or indirectly, through business, investment or family:
 - (i) An ownership or investment interest in any entity with which the Guild has a transaction or arrangement, or
- (ii) A compensation or payment arrangement with the Guild or with any entity or individual with which the Guild has a transaction or arrangement, or
- (iii) A potential ownership or investment interest in, or compensation or payment arrangement with, any entity or individual with which the Guild is negotiating a transaction or arrangement, or
- (iv) An existing or potential ownership or investment interest in, or compensation or payment arrangement with, any entity whose business or operation has been or will be directly affected by a decision or action of the Guild.
- C. "Compensation." Compensation includes direct and indirect remuneration as well as gifts or favors that are substantial in nature.

Section 4: Duty to Disclose. In connection with any actual or possible conflict of interest, an Interested Person must disclose the existence and nature of the conflicting interest (actual or possible), the existence of his or her Financial Interest, and all facts known to the Interested Person that an ordinary prudent person would reasonably believe to be material to the Board of Directors and to participants on committees with Board-delegated powers who are considering the proposed transaction or arrangement.

With respect to any particular matter then pending before the Guild, each member of the Board of Directors and each Guild officer shall disclose to the Board:

- (i) Any matter that could reasonably be considered to make the Director or officer an Interested Person; or
- (ii) Any relationship or other factor that could reasonably be considered to cause the Director or officer to be considered an Interested Person.

When otherwise requested by the Board of Directors, and at least annually, each member of the Board of Directors and each Guild officer shall promptly submit a statement to the Board setting forth all business and other affiliations that relate in any way to the business and other affiliations of the Guild. Also at least annually, each Director, officer, and participant on a committee with Board-delegated powers shall sign a statement which affirms that such person:

- (i) Has received a copy of this Policy on Conflicts of Interest;
- (ii) Has read and understands the Policy; and
- (iii) Has agreed to comply with the Policy.

Section 5: Determining Whether a Conflict of Interest Exists. A Financial Interest is not necessarily a conflict of interest. An Interested Person who has a Financial Interest has a conflict of interest only if the Board of Directors or the applicable committee, after appropriate inquiry and consideration, determines that a conflict of interest exists. After disclosure of the Financial Interest and all material facts, and after any discussion with the Interested Person, he or she shall leave the Board of Directors or committee meeting while the determination of whether or not a conflict of interest exists is discussed and voted upon. The remaining members of the Board of Directors or committee shall decide if a conflict of interest exists. In so determining, the deciding body shall consider the relevant Arizona statutory and case law authority thereon as applied to the facts and circumstances under consideration. Among the factors to be considered are whether the Interested Person or a related person (as defined by Arizona law) to such Interested Person:

- (i) Is a party to the transaction; or
- (ii) Has a beneficial financial interest in or is so closely linked to the transaction and of such financial significance to the Interested Person or a related person that the interest would reasonably be expected to exert an influence on the Interested Person's judgment if he/she were called on to vote on the transaction.

Section 6: Procedures for Addressing Transactions When a Conflict of Interest Exists. The President of the Board of Directors or Chairperson of a standing committee may, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement involving a conflict of interest. An Interested Person may make a presentation concerning the transaction or arrangement at a Board of Directors or committee meeting but, after such presentation, he/she shall leave the meeting during the discussion, deliberation of, and the vote on the transaction or arrangement involving the conflict of interest. The Board of Directors or committee shall exercise due diligence and determine whether the Guild can, with reasonable efforts, obtain a more advantageous transaction or arrangement from an alternate person or entity that would not give rise to a conflict of interest before voting on such transaction or arrangement. If a more advantageous transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the Board of Directors or committee shall determine by a majority vote of the disinterested Directors and otherwise in compliance with applicable Arizona law whether the transaction or arrangement is in the Guild's best interest and for its own benefit, and whether the transaction is fair and reasonable to the Guild, and shall make its decision as to whether to enter into the transaction or arrangement in conformity with such determination. The minutes of the Board of Directors and all committees with Board-delegated powers shall contain:

- (i) The names of any persons who disclosed or otherwise were found to have a Financial Interest in connection with an actual or possible conflict of interest, the nature of the Financial Interest, any action taken to determine whether a conflict of interest was present, and the Board's or committee's decision as to whether a conflict of interest, in fact, existed; and
- (ii) The names of the persons who were present for discussion, deliberation and vote relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any vote taken in connection therewith.

If the Board of Directors or a committee has reasonable cause to believe that an individual has failed to disclose an actual or possible conflict of interest, it shall inform the individual of the basis for such belief and afford the individual an opportunity to explain the alleged failure to disclose. If, after hearing the response of the individual and making such further investigation as may be warranted under the circumstances, the Board of Directors or committee determines that the individual has in fact failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Any member of the Board of Directors or of a committee who has a personal material interest in an issue being decided by the Board of Directors or the committee may not deliberate or vote on questions relating to that issue.

ARTICLE XIII: DISSOLUTION

Section 1: Upon a two-thirds (2/3) vote of dissolution by full members present at a general meeting, the Tucson Quilters Guild, Inc., will be dissolved and assets liquidated according to the Articles of Incorporation provided that all members have been notified in writing at least thirty (30) days in advance of the vote.

ARTICLE XIV: GENERAL GUIDELINES

Section 1: In instances where these By-laws are not complete enough to decide an issue, Roberts Modern Rules of Order will be followed.

Section 2: All elected positions, standing committees and Quilt Show subcommittees will have written job descriptions, which shall become part of the Guild administrative documents.

Certification:

The undersigned, being the duly elected Secretary of the Corporation, does hereby certify that the foregoing By-Laws were approved and adopted by the General Membership at a duly held meeting on October 8/9, 2013 and by the Board of Directors of the Corporation at a duly held meeting of the Board on October 2, 2013.

Dated: June 8, 2015

Signed: by Barbara Heiman, Recording Secretary TQG

