



PHILADELPHIA GUILD OF
HANDWEAVERS
a center for fiber arts

POLICY MANUAL 2023

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MISSION STATEMENT, ORGANIZATION & CHARTER

From the charter:

The mission of the Guild is to foster the craft of handweaving, and other fiber arts, through education and exchange of ideas.

The Guild was incorporated in the Commonwealth of Pennsylvania as a non-profit organization on September 2, 1976.

The Guild Charter should be reviewed yearly, and updated every 5 years, as appropriate. Particularly important to consider is the plan for dissolution.

PGHW is registered with the Philadelphia Volunteer Lawyers for the Arts. To access legal assistance, the President or Treasurer should email PVLA, stating that we have met the qualifications necessary to receive free legal advice from them; state current problem; ask for someone to be assigned to the problem. You will receive acknowledgment, with the name of the assigned attorneypvlalegal@artsbusinessphl.org.

The corporation will have the power to indemnify and hold harmless any director, officer, or member from any suit, damage, claim, judgment, or liability arising out of conduct of such person as a director or officer except in cases involving willful misconduct. The Guild is required to maintain Directors and Officers insurance.

GOVERNANCE & ADMINISTRATION

BOARD OF DIRECTORS

Board Officers Terms

Officers (President, Vice President, Secretary, Treasurer) are elected for 1-year terms and may serve a maximum of 2 consecutive years, except for the treasurer who may serve multiple terms at the discretion of the board. If there is no one to replace a board member, they will serve until a suitable replacement is identified.

Board Members (Non-officers)

Other Board members are recruited and serve at the discretion of the Executive Committee and include, but are not limited to: Education Chair, Program Chair, Librarian, Guild Maintenance Chair and At-Large members. These positions can change on as needed basis.

Board Member Responsibilities

A description of the responsibilities of each board member is available upon request and updated each year as appropriate.

The Board of Directors meets approximately monthly: more as needed and less if warranted. For any vote to be valid, three of the four elected officers must be present (in person, via email, or via Zoom). When a majority of the board members are present, they can execute a vote, if there are at least 3 officers present.

The Secretary and the Vice President finalize the minutes of each board meeting. The President attaches the minutes to the agenda for the next board meeting.

Nominations

The Board of Directors is a committee of the whole for the purpose of officer nominations. It is the responsibility of the President to identify and fill any vacant board positions.

The Nominating Committee presents a slate of officers at the February membership meeting and asks for nominations from the floor. The March newsletter announces the slate and requests additional nominations. These nominees must be contacted by the nominating committee and briefed on the job descriptions. All nominees are vetted by the full board. The final slate with bios is published in the April Gazette. Elections will be held at the Annual Meeting in June or via remote polling in advance of the annual meeting. The results are presented at the Annual Meeting in June.

FINANCE, ADMINISTRATION and COMPLIANCE

Fiscal Year:

The fiscal year is July 1-June 30.

Annual Filing Requirements

- Each year, a 990 or 990N will be filed with the IRS. The EIN is 23-7182299.
- Each year, the filing requirements for non-profits incorporated in the Commonwealth of Pennsylvania will be met. This ensures that the guild remains properly registered with the state. PGHW entity number is 638490.

Banking

The President and Treasurer are signatories for all accounts held in the name of the Guild, by banking or savings institutions. At the beginning of the term of a newly elected President or Treasurer, the existing President or Treasurer will accompany the newly elected officers to the Bank of record and update the signatories.

Budget

Each fiscal year a draft budget is prepared by the Treasurer and President, with input from the Board Directors. This includes income and expenses for administration and all programs and activities of the Guild. It is presented to the Board for review, changes, and approval. Upon majority approval by the Board members, this budget becomes the official budget for the upcoming fiscal year. The membership is presented with the final approved budget at the annual meeting.

All requests for purchases (budgeted or non-budgeted) on behalf of PGHW must be presented to the President for approval. Any expenditure over \$500 must go to the full Board for discussion and approval.

Any Board approved unbudgeted expenditure that exceeds \$5,000 must be presented to the membership and approved.

Transfer of treasurer duties

The outgoing Treasurer will transfer all accounting and information to the duly elected incoming Treasurer. The President and the Treasurer are both responsible for duties being transferred properly.

Financial Oversight

The Guild books are to be reviewed by a CPA or a reasonable independent substitute annually after the close of the fiscal year. A copy of the findings of the independent reviewer, and the treasurer generated financial report and budget are to be included in a following Gazette.

All Board directors have the responsibility of managing their respective budgets. If, for any reason, they are having issues, they are required to discuss the problems with the President, the Treasurer and the full board as appropriate to seek solutions and appropriate responses. Failure to demonstrate good fiscal management is grounds for removal from their position.

Board reserves

The Guild will maintain a substantial unrestricted reserve fund for planned and unanticipated building repairs. This reserve is currently held in a CD which shall be evaluated for risk and return on an annual basis.

There are two restricted funds (the funds are co-mingled with operations) which may be used only for the specific purposes outlined below.

- **Tokiko Kitao Memorial Fund** - Restricted - money from this account supports excellence in tapestry weaving and dyeing by sponsoring an award in the Celebration of Fibers.
- **Building Fund** - Restricted - interest from this account helps cover house improvements, repairs and related expenses. A balance of \$5,000 must be maintained in perpetuity.

Grant Proposals

All grant proposal submissions must be discussed and agreed to by the Board in advance of submission. All final narrative must be approved by the Board President. Any financial component must be approved by the Treasurer before submission.

GUILD HOUSE

The Guild House is available for all appropriate Guild functions, at the discretion of the Board of Directors. All maintenance and repairs are directed by the full board and implemented by the Guild Maintenance Chair

A yearly inventory of Guild property is to be done by the Education Chair, the Librarian, Spinning SIG Leader, and the Guild Maintenance Chair. This inventory should be completed by June 30th each year.

Shared Use

Any Guild member may use the Guild House space and equipment (excluding looms and E spinners) without need to reserve the space, to work on a personal project as long as it does not

interfere with a scheduled meeting, SIG, class, or event. Class participants and table loom renters may use their assigned looms. Note that other members may be sharing the facility at the same time.

Safety

The safety of all Guild members and guests and the preservation of Guild property must be paramount in conducting all activities in the Guild House. In particular, when dyeing in the Guild House, safety rules are to be followed.

Rental

At this time, the Guild House is not available for rental to members, non-members or groups. If a future Board wants to rent the guild house, we recommend addressing each request individually, and requiring proof of liability insurance and scheduling 3 months in advance.

PROGRAMMING

PROGRAMS AND MEMBERSHIP

MEMBERSHIP

Membership dues effective 9/1/21:

\$35	Regular
\$25	Senior Citizen (65)
\$20	Associate (outside 30 mile radius Philadelphia City Hall)
\$15	Student (with ID)
\$500	Life-time Membership

As a convenience, memberships are automatically renewed on the members' anniversary date via the members' stored credit card. Members may opt out of automatic renewal on the website.

MONTHLY MEETINGS

Meetings of the members are to be held at least 8 times per year. The annual meeting of the members (a business meeting) is normally held in June. Officers and budget for the upcoming year will be on the Agenda for the annual meeting.

The Program Director identifies speakers for the membership meetings in consultation with the President and the Board. Speakers sign a contract with the Guild. The Board of Directors sets the level of honoraria for the speakers.

SPECIAL INTEREST GROUPS (SIGs)

SIGs are organized for the purpose of exploring a specific fiber topic and generally meet once a month. SIGs must be approved by the Board. The SIG coordinator is the Vice President of the Board. The scheduling of SIG meetings must be done with Board / Calendar Coordinator approval. SIGs are encouraged to submit a short summary to the Gazette editor to communicate a little about the group's activity, monthly or as appropriate. SIGs are free and are a benefit of

membership. A member may bring one guest with approval from the SIG leader for one time only.

Generally, the SIGs will operate at no cost to the Guild. Any materials that the SIG members need must be provided by the SIG leader and members. The exception to this policy is that the Guild pays for the dye garden rental at Awbury.

MENTORING PROGRAM

The mentoring program is a volunteer-based opportunity for our members to learn from and support one another.

EDUCATION

CLASSES & WORKSHOPS

Class fees are decided by the Education Director, in conjunction with the Board. Guild members receive a discounted rate. The Education Director has a target net revenue determined in the budget and organizes the programming to meet that target.

Classes are filled on a first-come, first-served basis.

Cancellation Policy

Classes and workshops that do not fill 2 weeks prior to their start date may be canceled at the discretion of the instructor and Education Chair. Students will be notified at that time. Full refunds will be given if the class is canceled. In some cases of low enrollment, the instructor has the option of taking a lesser fee to be determined by the Education Chair based on enrollment.

Students who cancel more than 30 days prior to the start of a class/workshop will be given a full refund. Students who cancel between 2 and 3 weeks prior to a class/workshop will get a 50% refund. Students who cancel within 2 weeks of the class date forfeit their class payment.

Materials for classes

The instructor will be responsible for materials or indicate what participants need to bring. The materials fee is added into the class fee. The instructor has the option of requesting separate payment from the Guild for materials provided.

Equipment Usage

Floor looms: A student will have sole use of their Guild loom for the duration of the class session. A student may use their loom for one week after the last class date. After that, they are expected to clean off the loom so it is ready for the next weaver. If a student's project is not removed from the loom one week after the last class date, the warp will be removed by the instructor.

Spinning wheels, Inkle looms, Rigid Heddle Looms, and other portable Guild equipment: Students may take Guild equipment home for the duration of a class session for no extra charge.

The student must return the equipment during the last class. They may, at this time, begin a rental agreement if the equipment is available. This rental agreement is entered into with the person in charge of equipment which is currently the Guild Librarian.

Classes will be promoted through the Gazette, the website, and by the Director of Education and the Instructor.

WEAVING CERTIFICATE PROGRAM

This Program is under the supervision of the Director of Education, and is designed to give members a study guide, and then to set standards by which they can measure their progress as weavers and craftspeople. It is open to all members of PGHW. Certificates are offered on 3 levels of weaving competence: Apprentice, Journeyman and Master. Examinations for these levels must be taken in sequence. Judging takes place once a year, or as needed, with recognition being made at the June meeting.

EVENTS & EXHIBITS

CELEBRATION OF FIBERS

Rules governing the Celebration of Fibers (COF) are set by the COF Committee. All members are encouraged to submit recent works for display. The current limit is 2 pieces per person. There are several awards for work of distinction and in a variety of crafts. Two judges shall be selected by the COF committee. Current compensation is \$200 per judge.

SALES

The Guild periodically will host sales of members' work. A commission will be established by the Board of Directors to support the Guild - generally in the 15-25% range. All Sales Events will have an assigned Chair or Committee who is tasked with maintaining quality. Consignors must sign a waiver accepting risk of loss.

In addition, the Guild may buy table space at Craft Shows. The Sales Committee will determine the types of items wanted for the particular sale and set the commission rate.

All sales finances will be coordinated with the Board treasurer. A Board member or officer must be present to receive cash receipts at the end of a sales day.

LIBRARY

BOOKS

The Guild library contains books, periodicals, and electronic material devoted to hand weaving, design, color, spinning & dyeing and other fiber arts - for members use only. The library and equipment catalog can be found on the PGHW website. Requests for borrowing can be sent to the Guild Librarian.

The Librarian is responsible for maintaining the online catalog, purchasing and cataloging new items, and checking in/out borrowed materials. New books are selected and purchased by the Guild librarian. All library purchases must be approved by the President prior to purchase.

EQUIPMENT

PGHW members in good standing may rent equipment for personal use as long as the equipment is not needed for scheduled Guild activities. Rentals shall be on a month-to-month basis and for a maximum of 2 consecutive months. Members may rent only one loom OR one spinning wheel at a time. Equipment that is lost or returned in damaged condition will be repaired or replaced at the member's expense. Any member wishing to rent equipment should contact the Librarian or their Weaving and Spinning Instructors. Details on rental fees can be found on the website.

PROGRAM MARKETING & COMMUNICATIONS

AFFILIATED MEMBERSHIPS

MAFA is the MidAtlantic Fiber Association, a regional organization representing the interests of all fiber crafts' guilds in the area. A PGHW representative to MAFA is approved by the Guild President. The representative (or a substitute) is expected to attend MAFA rep meetings and report back to the Guild Board of Directors. PGHW members are automatically members of MAFA.

THE GAZETTE

The Gazette is a benefit of membership and not distributed to non-members. Issues are published digitally monthly - generally before the end of the month prior to the next monthly meeting. The past 3 months of the Gazette are available on the members' side of the website. Ad sales are managed by the Webmaster.

CALENDAR

The Calendar of Guild events is to be maintained online by the Calendar Coordinator.

OUTREACH PROGRAM

PGHW values its community relations and partnerships. Through our Community Outreach programs within the City of Philadelphia, we not only respond to requests but also initiate connections for participation in community events. Our goal is to demonstrate and educate about the fine craft of the fiber arts. This includes weaving on different types of looms, spinning and carding along with other fiber arts. We encourage audience participation from both children and adults. There is a core group of members who participate in events at historical sites in period clothing. The Guild accepts requests to demonstrate, teach and sell member's work at activities promoted by other organizations. When the requesting organization has funds available, the guild may ask for a fee.