

# CONSTITUTION AND BY-LAWS OF THE AETHELMARC CLOTHIERS GUILD

Established 3/28/2023

Adopted 7/12/2023

## Article I. – Name

This organization shall be known as the Aethelmarc Clothiers Guild

1. Throughout this document, this organization shall be referred to as “the Clothiers Guild”

## Article II. – Vision, Mission and Objectives

1. The Clothiers Guild will strive to support all those who work in cloth and clothing, connect those with knowledge with those who seek, and encourage the sharing of resources.
2. The Clothiers Guild shall have the following purviews:
  - a. Community: Connect artisans to forge relationships and spread the word on what garb related A&S is happening in the kingdom, and who is doing it.
  - b. Education: Sharing news, resources and personal progress. Promote better practices, research and documentation for all.
  - c. Garb Guide: Maintaining a publically accessible Garb Guide
  - d. Royal Wardrobe Project: Offer service to the crown in the form of the Royal Wardrobe project when called upon and maintain a standard of practices for it.
  - e. Membership Support and Development: Provide an objective internal metric with which a clothier can measure their own progress, receive supportive feedback, and, in turn, take inspiration for future goals.
3. The Clothiers Guild’s Primary Objective is to support Aethelmarc’s artisans. The Guild’s purviews shall be optional to regular membership. It is expected that each member has different levels of time and energy and expertise to offer, and should not feel beholden to participate.

## Article III. – Membership

1. Eligibility:

Any person residing within the borders of, or subject to, the Kingdom of Æthelmarc with an interest in the objectives of the organization is eligible for membership. The Clothiers Guild welcomes artisans of all experience levels.

2. Application:

Any prospective member need only identify themselves to the Deputy Guildmaster of the Clothiers Guild and provide personal contact information in order to be considered a member in good standing. The officer so contacted will be responsible for adding the prospective member to the appropriate social media pages and email lists.

3. Investments:

The Clothiers Guild does not have dues or assessments. Members might be asked to voluntarily contribute to the alleviation of certain expenses. Failure to voluntarily contribute will not result in any negative consequence for individual members.

4. Termination (resignation, expulsion, and delinquency):

- a. Any member may resign at any time by notifying an officer of the Guild in writing. The officer in question is responsible for removing the individual's contact information from the appropriate social media pages and email lists.
- b. A member may be expelled by a two-thirds vote of Guild officers following violation of the Guild's Code of Conduct. Such a vote will be held as soon as possible and no more than 15 days from being made aware of the infraction. The expelled member has the right to appeal, which would be reviewed by the entirety of active guild members.
- c. Any member who receives expulsion from the kingdom, or a Revocation & Denial of Membership from the SCA, Inc. will be expelled from the Guild automatically.

5. Voting:

In any proceeding in which voting by members is called for, each member in good standing shall be entitled to cast 1 vote.

6. Exercise of Privileges. Members in good standing may:

- a. Vote in guild-related elections and pollings.
- b. display in any appropriate manner the registered badge of the Clothiers Guild. (design in progress)
- c. wear or display any honors or tokens received from the Clothiers Guild in any manner they deem appropriate.
- d. attend and participate in any Guild-hosted, sponsored, or endorsed activity for which they otherwise qualify.
- e. use their membership in the Clothiers Guild as a bona fide in the conduct of classes, presentations, competitions, round tables, or other appropriately themed activities.

7. Orientation:

Whenever an office changes hands, the outgoing officer will provide orientation and training for the incoming officer. In the absence of an incumbent, the appropriate board officer will provide orientation and training.

8. "Friends of the Guild" or Honorary membership:

Will refer to those who do not qualify for traditional membership (for example: clothiers who are not subjects of Aethelmearc). Friends of the Guild may join via recommendation from an established guild member. These honorary members may participate in all guild sponsored activities except for voting.

## Article III – Meetings

### 1. Officer Meetings:

Board officers will endeavor to meet collectively a minimum of twice per year either in person or via collaborative real-time electronic means (i.e. Google Hangouts, Zoom, etc.) To the maximum extent possible, one such meeting should take place in conjunction with, immediately before, or immediately after one of the major kingdom events defined in the laws of the Kingdom of Æthelmearc. The time and place shall be fixed by the Guildmaster and notice made to each officer at least 10 days before said meeting.

### 2. Quorums:

Given the fluid nature of general membership, the presence of at least three Board officers at any officer or general membership meeting shall constitute a quorum. Officers and Committee chairpersons are at liberty to determine what constitutes a quorum at their respective meetings.

### 3. Notices, Agendas, and Minutes:

Written notice of all meetings must be given at least 10 days in advance, unless otherwise stated elsewhere in this document. Responsible officers are encouraged to provide an agenda with the advance notice. Responsible officers are encouraged to provide minutes of all meetings to membership (as appropriate) within 10 days following conclusion of the meeting. All written notices, agendas, and minutes should be submitted via group email.

## Article IV – Additional Activities

1. The Clothiers Guild can host activities outside of formalized meetings.

## Article V - Officers

### 1. Determination of Officers:

The Guild has 2 levels of officers.

- a. Board Officers: This level includes the Guildmaster, Deputy Guildmaster, the Exchequer, the Armarian, the Web Minister and the Keeper of the Wardrobe.

These offices are filled by volunteer and appointee basis.

- i. Board Officers are responsible for creating and maintaining the code of conduct and other supporting guild documents.
- ii. Board officers may create special committees with which they may poll membership and delegate tasks.

- b. Project Officers: This level includes those appointed to oversee specific projects or specific committees outside the scope of the board offices. Project officers are appointed by the appropriate board officer.

### 2. Duties of Officers

a. Guildmaster:

The Guildmaster shall serve as the chief executive officer of the Guild. The Guildmaster shall: preside at all meetings of the board officers, or general membership;

- i. take responsibility for physically updating and republishing the Guild bylaws and other published documents following the determination of such changes by the appropriate officers/committees;
- ii. track member participation in Guild-sanctioned activities for determination of Guild recognition of individual members and manage the guild's internal ranking system;
- iii. be the "face" of the Guild to Royalty, Kingdom officers, other kingdom guilds, and analogous guilds in other kingdoms for the purpose of coordinating responsibilities, activities, and projects;
- iv. take the lead for kingdom-level competitions and other projects in the absence of a suitable project officer.

b. Deputy Guildmaster.

The Deputy Guildmaster is essentially a "surrogate" for the Guildmaster. The Deputy Guildmaster shall:

- i. fill in administratively any time the Guildmaster is unable to perform the duties of the office in the short term;
- ii. step in to fulfill the obligations of the office should the Guildmaster leave the office long-term for any reason between elections, until such time as a new Guildmaster can be elected;
- iii. oversee coordination between project officers and kingdom representatives for projects involving use of kingdom resources or assets
- iv. Shall maintain the guild roster and act as point of contact for new membership.
- v. Will act as the Guild representative to the populace.

c. Exchequer.

The Exchequer is not affiliated with the SCA, kingdom, or local office of exchequer. Per SCA policy at the time of writing of these bylaws, all Guild funds must be kept separate and independent of any SCA funds and accounts. The Exchequer is responsible for maintaining an accounting of monies donated to and/or expended by the Guild for any purpose. The Exchequer shall:

- i. take all monies donated to the Guild from any source, account for them, and deposit them into an appropriate financial institution account;
- ii. be one of two required signatures on any check expending funds (the second being the Guildmaster or Deputy Guildmaster);
- iii. track and account for any cash expenditures
- iv. track value and disposition of non-cash assets as reported by the Keeper of the Wardrobe;

- v. provide a quarterly and annual written accounting of all income and expenditures to the Guild officers.
    - vi. Take notes at Guild meetings.
  - d. Web Minister.

The Web Minister must be a warranted web minister through the kingdom office.  
The Web Minister shall:

    - i. be responsible for maintaining, updating, and moderating the Guild's website, social media pages, and email list;
    - ii. may appoint deputies and delegate actions as they see fit for the purpose of keeping the Guild's electronic presence current in as near-real time as is possible;
    - iii. copy the Guildmaster and Deputy Guildmaster on all reports to the kingdom.
  - e. Armarian.

The Armarian is a combination librarian and archivist, responsible for maintaining the Garb Guide as well as organizing and maintaining electronic files associated with it.
  - f. Keeper of the Wardrobe  

The Keeper of the Wardrobe assists with the Royal Wardrobe Project (hereafter the RWP). The Keeper of the Wardrobe is tasked with:

    - i. Acting as the Clothiers Guild's representative to the crown in matters of commissioning a Royal Wardrobe Project. This entails meeting with the heirs as early as possible to offer the guild's services and outline expectations and boundaries so the RWP is successful.
    - ii. If the crown wishes to proceed with a Clothiers Guild sponsored RWP, they reserve the right to select their own RWP coordinator within the guild's membership. In the event the heirs do not have someone in mind, the Keeper of the Wardrobe will act as coordinator or appoint someone.
    - iii. Managing physical assets and supplies donated to current and future RWPs.
    - iv. Managing the buying and budgeting of funds relegated to the RWP by the Exchequer.
  - g. Special Project Officer(s). Project officers may be appointed at any time for any project on a short- or long-term basis. These roles may be made by appointment of board officers for the purpose of delegating responsibilities and forming special committees.

### 3. Term Limits

The end of each officer's term will be posted on the Guild's website alongside each officer's contact information. It is the responsibility of each officer to apply for an extension or to advertise for their successor based on the timeframes detailed below. If

the officer in question fails to do either within three months of the end of their term, the Guildmaster (or Deputy in the case of the Guildmaster being delinquent) will contact the officer in question to ensure compliance with these procedures.

a. Board Officers:

All board offices serve a two-year term. Six months prior to the end of the term, the officer will publish to the website and email list the opportunity for members to apply for the position along with their stated desire to extend for an additional term if applicable. Although the announcement may also appear on social media, this does not constitute an official channel. Only the [aethelmearc.org](http://aethelmearc.org) website and the email group constitute official channels. If more than one person is interested in the office, an appointment or election will immediately take place in accordance with Article V, Section 1(a). When there is a changeover of personnel in any office, the outgoing officer will be responsible for training the officer elect. There is no limit as to how many consecutive terms a single person may serve in a board office, nor any restriction on how much time must pass between non-consecutive terms.

b. Project Officers: Project Officers retain their position so long as the project is active. The tenure of any project officer expires 30 days after the conclusion of the project to which they were appointed to provide sufficient time to complete any administrative responsibilities. There are no limits on the number of consecutive projects any one person may be appointed to, nor is there any limit on the number of simultaneous projects a single project officer may be appointed to.

4. Indemnification:

Except in judgments reserved to or cases governed by the SCA or the Kingdom of Æthelmearc or in cases required by mundane law, the Guild will not indemnify any officer.

## Article VII - Finances

1. Funds:

All money donated to the Guild from any source shall be accounted for in a general operating fund.

2. Disbursements:

The Exchequer is authorized to make disbursements for expenses provided for in a previously approved budget without additional approval of the Board officers. Disbursements shall be by check except in such cases when cash disbursements are made for immediate operating expenses from donations received at the same event. In such cases, both the income and the expenditure must be accounted for.

3. Fiscal Year:

The fiscal year of the Guild shall begin on 1 January of each year.

4. Budget:

Budgets, whether annual, quarterly, or per project, may be approved by a simple majority

board officers. Formal budgets will not be required unless and until a simple majority of Board officers collectively deem them necessary. When large expenditures are deemed necessary, a budget may be created to track savings towards the purchase price. Conversely, the Guild may accept the offer of an officer or member to provide the equipment at personal expense until such time as payment can be rendered. In such cases, the amount in question will be deemed an interest-free loan and will be paid after budgeted items but before new, unbudgeted expenditures.

5. Annual Audit:

The Guild accounts shall be reviewed annually as of the close of business on 31 December by each incumbent officer. Any discrepancies or anomalies that cannot be resolved may be referred to a professional bookkeeper or accountant for resolution. A summary of Guild incomes and expenditures shall be available to any officer on request.

## Article VIII - Dissolution

1. Procedure:

The Clothiers Guild shall disband with the unanimous vote of the Board officers or with a two-thirds majority vote of the membership collectively. Revocation of the Guild charter by Royalty will alleviate the Guild of obligations to the Kingdom of Æthelmearc and remove protections granted the Guild by the Royalty but will not in and of itself constitute dissolution of the Guild. Should a vote for dissolution be successful, the Guildmaster and Exchequer will immediately take steps to convert all Guild capital assets to cash. Sale of all capital assets will be offered first to Guild members, then to any SCA member, then to the general public in that order. All cash received will be turned over to the Exchequer. Any supplies that remain unsold will be donated to the Kingdom of Æthelmearc Arts and Sciences office.

2. Funds Disposition:

The Guild shall use its funds only to accomplish the objectives and purposes specified in these bylaws and/or outlined in the Guild charter, and no part of said funds shall inure or be distributed to members of the Guild except as direct reimbursement for previously approved purchases or expenditures. On dissolution of the Guild, any funds remaining shall be distributed to the Kingdom of Æthelmearc general operating fund.

3. Regalia:

All regalia donated to or paid for by the Guild will be turned over to the Kingdom of Æthelmearc Chamberlain office.

## Article IX – Amendments to Policy:

Amendments to these bylaws may be proposed by any member of the Guild in good standing regardless of their position in the Guild hierarchy. The Board officers will consider each proposal at the earliest possible convenience. A period of discussion will be designated by the Guildmaster not to exceed 30 days. Changes to proposed amendments can be made at any time prior to a vote. Amendments will be approved by a two-thirds majority vote of the present

membership. Once approved, the Guildmaster and Web Minister will ensure that the amendments are published and posted.