Bylaws of the MidAtlantic Fiber Association

Revised September 14, 2026

Article I. Name

The name of the corporation is the MidAtlantic Fiber Association, Inc.

Article II. Objectives

The objectives of the corporation include:

1) encouraging cooperation and communication among the Membership of the corporation;

2) promoting education in the fiber arts;

3) planning, organizing, and conducting conferences.

Article III. Membership

Section 1. Member Guild

Any interested fiber guild or group in the Mid-Atlantic Region may request acceptance as a Member Guild in the MidAtlantic Fiber Association ("MAFA"). The Mid-Atlantic Region is defined by MAFA as the states of Delaware, Maryland, New Jersey, New York, North Carolina, Pennsylvania, Virginia, and West Virginia and the District of Columbia. All members of the Member Guild become MAFA members with their group's membership.

Section 2. Associate Members

Any interested individual who is not a member of a Member Guild may request acceptance as an Associate Member in the MidAtlantic Fiber Association.

Section 3. Term of Membership

The first term of membership for a Member Guild or Associate Member accepted for

membership in the MidAtlantic Fiber Association shall begin on the date of acceptance and end on September 30 of the next succeeding even-numbered year. Subsequent terms shall be for two years, beginning on October 1 of even-numbered years and ending 2 years later.

Section 4. Dues

Dues for Member Guilds and Associate Members are set by the Board of Directors and approved by Member Guilds. Dues are payable on a date determined by the Board of Directors in even-numbered years or upon acceptance of membership. Membership benefits shall be revoked if dues are not paid within 30 days of the due date.

Article IV. Representatives

Section 1. Appointment

Each Member Guild shall elect or appoint (i) one individual (their "Representative") to represent the Member Guild at meetings of Representatives (the "Representative Assembly") of the MidAtlantic Fiber Association and (ii) an alternative ("Alternative Representative") to represent the Member Guild in those meetings that the Representative cannot attend. It is recommended that Representatives and Alternative Representatives serve for two-year terms beginning on October 1 of even-numbered years. Members of the MAFA Board of Directors may serve as Representatives or Alternate Representatives for their Member Guilds.

Section 2. Vote Count per Member Guild

Each Member Guild shall be entitled to one vote in the Representative Assembly.

Section 3. Multiple Member Guilds per Individual

An individual may serve as a Representative for more than one Member Guild of which they are a member. Such a Representative shall have one vote for each of the Member Guilds represented.

Section 4. Associate Member Vote

Associate Members shall have no vote in the Representative Assembly but may attend.

Section 5. Duties

The duties of the Representatives shall be distributed to Representatives periodically and posted on the MidAtlantic Fiber Association website, and may be updated as needed by the Board of Directors.

Article V. Member Meetings

Section 1. Schedule

Regular meetings of the Representative Assembly shall be held at least two times per year, once in the fall and once in the spring. In odd-numbered years, an additional Representative Assembly may be held at the MAFA Conference. The MAFA President may change the meeting date or call additional meetings at their discretion.

Section 2. Quorum

Representatives of 20 percent of Member Guilds are required for a quorum.

Section 3. Online

The Representative Assembly, the Board of Directors and all committees are authorized to meet via teleconference or other electronic means, provided that all those participating are given an option to contribute to the meeting and to see or hear the contributions of all other participants.

Section 4. E-notice

Any written notice required in these bylaws may be sent via post, email, or other electronic means.

Article VI. Officers

Section 1. Officers

The officers of the MidAtlantic Fiber Association shall be the President, Vice-President, Treasurer, and Secretary (the “Officers”). Such Officers shall also comprise the Executive Committee of the Board of Directors. Officers must be a member of a Member Guild, no Associate Member may be an Officer.

Section 2. Election and Terms of Office

The Representatives shall elect all Officers for two-year terms. The election shall be by Representatives present or by absentee ballot, or by email or other form of electronic ballot. A Representative’s (or Alternate Representative’s) presence at a meeting takes precedence over their absentee ballot. Election of Officers shall be held no later than September 30 of odd-numbered years. The terms of office of the Officers shall begin on October 1 of odd-numbered-years.

Section 3. Duties

A. President

The President shall have the general duties and powers of a Chief Executive Officer, shall preside at all meetings of the Board of Directors and of the Representative Assembly, shall serve as an ex-officio member of all committees except the Nominating Committee, may sign contracts and execute agreements upon approval of the Board of Directors, and shall perform other duties incidental to the office as designated by the Board of Directors or the Representative Assembly. They may also serve as the Chair or Coordinator of one of the standing or ad-hoc committees.

B. Vice-President

The Vice-President shall run meetings in the absence of the President, and shall perform other duties as designated by the Board of Directors or the Representative Assembly. They may also serve as the Chair or Coordinator of one of the standing or ad-hoc committees.

C. Treasurer

Treasurer shall keep detailed financial records of the corporation; shall collect dues; shall reimburse expenses that have been approved by the Board of Directors; shall present financial reviews; shall ensure that tax returns are filed; shall serve as an ex-officio member of the Grants Committee and other Committees which have the authority to distribute MAFA funds; and shall perform other duties incidental to the office as designated by the Board of Directors or the Representative Assembly. They may also serve as the Chair or Coordinator of one of the standing or ad-hoc committees.

D. Secretary

The Secretary shall send written notice of each Representative Assembly at least 30 days in advance of the meeting to all Representatives and Alternative Representatives, shall take minutes of Representative Assemblies and Board of Directors meetings and distribute said minutes, shall secure meeting sites, shall ensure all legal paperwork is filed, and shall perform other duties incidental to the office as designated by the Board of Directors or the Representative Assembly. They may also serve as the Chair or Coordinator of one of the standing or ad-hoc committees.

Article VII. Board of Directors

Section 1. Members

The Board of Directors shall consist of the Officers as well as the Chair of the Conference Committee, the Chair of the Communications Committee, the Chair of the Membership Committee, the Chair of the Grants Committee, and the Technology Chair. Up to three additional committee chairs designated by the Board of Directors may also serve on the Board. The immediate Past President may serve in an advisory capacity to the Board of Directors.

Section 2. Vacancy

Any vacancies on the Board of Directors, including Officers, shall be filled for the unexpired term by a vote of the majority of the members of the Board of Directors at the Board's earliest convenience. Vacancies should not last more than one month.

Section 3. Compensation

No members of the Board of Directors, including Officers, shall receive compensation for serving the corporation in such capacity. All members of the Board of Directors shall be entitled to reimbursement for reasonable expenses incurred in connection with service to the corporation.

Section 4. Number of Positions

No member of the Board of Directors may hold more than one elected position.

Section 5. One Vote

Board of Directors' voting is limited to one vote per person, regardless of multiple roles. Shared positions (like co-chairs) receive only one collective vote, split evenly between the co-holders.

Section 6. Conditions of Membership

No person shall hold office or chair a committee who has not been a member of a Member Guild or an Associate Member for at least one year in the past five years. All officers must be at least eighteen (18) years of age. Only one member of a household can serve as an Officer at any given time.

Section 7. Meetings & Quorum

The meetings of the Board of Directors shall be held at least quarterly on dates determined by the President, who shall provide written notice of every meeting to the members of the Board of Directors at least seven calendar days prior to the day of the meeting. Notice may be provided via electronic means. A quorum of greater than half the Directors is required to conduct business.

Section 8. Business Transactions

Between Representative Assemblies, the Board of Directors may transact business for the corporation.

Section 9. Removal

Any member of the Board of Directors, including Officers, may be removed by the affirmative vote of two-thirds of the Board of Directors whenever in its judgment the best interests of the corporation would be served thereby.

Section 10. Powers

The Board of Directors may exercise all powers of the corporation and perform such lawful acts as are not in violation of statute, the Articles of Incorporation, or these bylaws. In addition, the Executive Committee is given the specific authority to defend the MidAtlantic Fiber Association from any suit in law or equity.

Article VIII. Committees

With the exception of Ad Hoc, the following committees are considered MAFA standing committees. All committees, including Ad Hoc, shall report to the Board through the committee chair or spokesperson.

Section 1. Conference

The Conference Steering Committee aka Conference Committee is a standing committee and shall be chaired by a Conference Chair appointed by the Board of Directors, and have as members the President, the immediate past Conference Chair, the Treasurer and such other persons appointed by the Conference Chair.

Section 2. Communications

The Communications Committee shall be chaired by a Communications Chair appointed by the Board of Directors, and shall consist of the MAFA Webmaster and other persons appointed by the Communications Chair. The committee shall be responsible for MAFA's social media presence, conference communications, and any other educational and informational publications of MAFA as well as interguild communications.

Section 3. Membership

The Membership Committee is a standing committee and shall consist of a Membership Chair appointed by the Board of Directors, and such other persons appointed by the Membership Chair. The Membership Committee shall maintain current membership lists of all member guilds as well as the contact information for Member Guilds, Representatives, Alternate Representatives, Member Guild officers and Associate Members.

Section 4. Grants

The Grants Committee is a standing committee and shall be chaired by a Grants Chair appointed by the Board of Directors, and shall include the MAFA Treasurer and other persons appointed by the Board of Directors. The committee shall be responsible for the guidelines and application for, the review and recommendation of, and the distribution of grants by the corporation. The term *grant* applies to awards to individuals as well as to groups (Member Guilds and Associate Members), and may be referred to as *scholarships, fellowships*, or other applicable terms as well as *grants*.

Section 5. Nominating

The Nominating Committee is a standing committee and shall consist of three persons, appointed by the Board of Directors. None of the committee members may be currently elected officers. The Nominating Committee is responsible for presenting a slate of officers to the Representative Assembly for election.

Section 6. Virtual

The Virtual Committee manages the MAFA Virtual program and shall be chaired by the Virtual Program Coordinator or other person(s) appointed by the Board of Directors; and have as members the Treasurer, the Conference Education Coordinator, and such other persons appointed by the Virtual Committee chair.

Section 7. Technology

The Technology Committee shall be chaired by the Technology Chair or other person appointed by the Board of Directors, and have as members persons responsible for technology tools used by them for MAFA. The Technology Committee is responsible for all technology tools used by MAFA.

Section 8. Ad Hoc

The Board of Directors may appoint *ad hoc* committees as needed.

Article IX. Finances

Section 1. Fiscal Year

The fiscal year of the corporation shall begin October 1 and end September 30.

Section 2. Expenditure Approvals

All expenditures of the corporation require the written approval of two members of the Board of Directors.

Section 3. Use of Funds

Dues of Member Guilds and Associate Members shall be deposited by the Treasurer into an account at a U.S. bank. Dues, in addition to any conference surplus or other funds received, may only be used for the following purposes:

A. Regular expenses incurred between conferences necessary to carry out the general purposes of the corporation.
B. To establish a fund to finance the initial expenses of the next conference.
C. For any necessary expenses of the corporation, organizing, maintaining, or defending the

corporation, including professional fees, taxes, and other appropriate expenses.

D. For special grants of amounts determined by the Board of Directors after evaluation of requests.
E. To help defray expenses incurred by individuals or groups who are hosting activities of the MidAtlantic Fiber Association, subject to the approval of the Board of Directors.
F. No funds shall be used in any manner contrary to Article 9 of the Articles of Incorporation.

Section 4. Financial Review

There shall be a financial compilation by an accountant of the records at the end of the odd-numbered fiscal year and prior to a change in the office of the Treasurer if not at the end of the fiscal year. The accountant shall issue a report for review at the next regular meeting of the Board of Directors.

Article X. Amendments

Bylaws may be adopted, amended, or repealed by the votes of two-thirds of all Representatives present or by absentee ballot, at a regular or special meeting duly convened at least 30 days after the delivery of a written notice of proposed changes to the Representatives. Voting may be by email or other form of electronic ballot. A Representative's (or Alternate Representative's) presence at a meeting takes precedence over their absentee ballot. Notice may be sent via electronic means.

Article XI. Dissolution of the Organization

In the event that the corporation votes to dissolve, dissolution shall be carried out in accordance with Article 10 of the Articles of Incorporation.

Appendix A: Document Version History

Version	Adoption / Effective Date	Type of Action	Primary Focus / Key Changes	Reference Material
1.0		*Original*		
2.0		*Revision*		
2.1	July 1999	Amendment		MAFA Google Drive
2.2	May 2001	Amendment		MAFA Google Drive
2.3	October 19, 2002	Amendment		MAFA Google Drive
2.4	May 4, 2013	Amendment		MAFA Google Drive
3.0	May 7, 2016	Revision		MAFA Google Drive
4.0	May 24, 2022	Revision		MAFA Google Drive
5.0	November 3, 2022	Revision		MAFA Google Drive
6.0	September 17, 2024	Revision		MAFA Google Drive
7.0	September 14, 2026	Revision	Various - See MAFA_Bylaws_Revision_Log_for_v.7.0_2026	MAFA Google Drive - Comprehensive Bylaws Revision Log