

# Æthelmearc Guild of Brewers, Vintners, and Meadkers

## Bylaws

As ratified by a quorum of officers on 4 November 2021

### Article I - General

Section 1 - Name: This organization is chartered under the laws and customs of the Kingdom of Æthelmearc and the Corpora and Bylaws of the Society for Creative Anachronism, Inc. (SCA) and shall be known as the Royal Æthelmearc Guild of Brewers, Vintners, and Meadkers, informally known as the Æthelmearc Brewers Guild and hereafter in this document referred to as 'the Guild'.

Section 2 – Purpose: The scope of the Guild encompasses the research and production of potable fermented beverages, hereafter referred to as 'product', and the advancement of the science of potable fermentation through education, discussion, and other practical activities sponsored and promoted by the Guild throughout the Kingdom of Æthelmearc.

Section 3: Area: The Guild operates within the states, counties, and communities encompassed by the Kingdom of Æthelmearc as defined by the SCA corporate offices. The Guild does not and will not attempt to claim suzerainty over any local/baronial guild operating with the Kingdom of Æthelmearc. This should not be construed as a prohibition on members of local/baronial guilds also being members of the Guild and does not prevent any member of a local/baronial guild from holding an office or position of responsibility within the Guild.

Section 4 – Limitations of Methods: The Guild shall observe all local, state, and federal laws that apply to a non-profit organization as defined in Section 501(c)(3) of the Internal Revenue Code, as well as all applicable rules as defined by SCA Corpora and Bylaws.

Section 5 – Responsibilities: As a royal-chartered guild, the Guild is obligated to and protected by the provisions included in the original charter dated 8 April 2017. Where conflicts arise between the original charter and these bylaws, the bylaws take precedence.

### Article II – Membership

Section 1 – Eligibility: Any person residing within the borders of the Kingdom of Æthelmearc with an interest in the objectives of the organization is eligible for membership.

Section 2 – Election (how an application is made, received, and approved): Any prospective member need only identify themselves to a territorial officer of the 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.

Section 3 – Investments: The Guild does not have dues or assessments. Members may from time to time 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.

Section 4 – Termination (resignation, expulsion, and delinquency):

(a) Any member may resign at any time by notifying a territorial 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 territorial officers following an extended period (3 years or more) of non-participation in Guild-sponsored activities. Such a vote will be held no earlier than 30 days from the date of notification to the member to provide the member with an opportunity to respond.

(c) A member may be summarily expelled by the Guildmaster for violation of public law or SCA Corpora and Bylaws. Should a member wish to dispute the reason for summary expulsion, the member may appeal the decision within 30 days of notification by informing the Guildmaster within writing. Such appeals will be reviewed by the Guild territorial officers, and a simple majority vote of those officers shall be required to overturn the summary expulsion.

(d) Upon summary expulsion, details of the expulsion may be reported to the Kingdom Seneschal(e) in accordance with provisions in SCA Corpora and Bylaws.

Section 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.

Section 6 - Exercise of Privileges (assignment of membership and any limitations). Members in good standing may:

(a) display in any appropriate manner the registered badge of the Guild, to wit (*Fieldless on a wooden barrel palewise proper, an escarbuncle argent*).

(b) wear or display any honors or tokens received from the Guild in any manner they deem appropriate.

(c) attend and participate in any Guild-hosted, sponsored, or endorsed activity for which they otherwise qualify.

(d) use their membership in the Guild as a bona fide in the conduct of classes, presentations, competitions, round tables, or other appropriately themed activities.

Section 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 territorial officer will provide orientation and training.

Section 8 - Honorary Membership: Honorary membership may be extended to any person outside the Kingdom of *Æthelmearc* with the concurrence of a single territorial officer. Honorary members may belong to the Guild social media and/or email groups and may participate in all Guild activities but are not eligible to vote in any proceeding in which voting by members is called for. The territorial officers may revoke honorary membership by a simple majority vote.

## Article III – Meetings

Section 1 - Officer Meetings: Territorial officers will endeavor to meet collectively a minimum of once 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 territorial officer at least 10 days before said meeting.

Section 2 - Additional Meetings (regional membership, general membership, and committee meetings): Regional membership meetings may be called by the appropriate regional deputy at any time. General membership meetings may be called by any territorial officer and will occur with the concurrence of a simple majority of territorial officers. Committee meetings may be called unilaterally by the chairperson of the affected committee. In all cases, notification to the appropriate persons eligible to attend will be made at least 10 days before said meeting.

Section 3 - Quorums: Given the fluid nature of general membership, the presence of at least three territorial officers at any officer or general membership meeting shall constitute a quorum. Regional officers and committee chairpersons are at liberty to determine what constitutes a quorum at their respective meetings.

Section 4: 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 the regional or general 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

Section 1 – Round Table Discussions: Round tables are considered outside the scope of formal meetings as they are not designed to accommodate the conduct of Guild business. Rather, round tables are for discussion of topics of interest to Guild members including but not limited to techniques for production and research opportunities or resources. Round tables are also used to provide members with an opportunity to receive feedback through the sharing of product.

(a) Round tables may be called by any general or regional member at any time and may take place officially at any sanctioned SCA event or unofficially at any other location.

(b) To qualify as a Guild-sanctioned round table, the organizer must announce the activity through the Guild's website or email list at least 10 days prior and provide a list of attendees and the topics discussed to the Guild officers no later than 10 days after the activity. Although the announcement may also appear on social media, this does not constitute an official channel. Only the aethelmearc.org website and the email group constitute official channels.

(c) Sponsors of round tables are encouraged to coordinate the activity in advance with autocrats or event stewards.

Section 2 – Guild Competitions: Competitions are used to challenge brewers to perform outside their comfort zones. They are also useful for mentoring, sharing techniques and research, and measuring one's skills against other brewers.

(a) Guild competitions may be organized by any general or regional member at any time and must take place at a sanctioned SCA event.

(b) Champion competitions must be organized by the appropriate territorial officer and/or the incumbent champion (for recurring competitions.) Championships should take place no more than once per reign in each kingdom region and/or kingdom wide.

(c) To qualify as a Guild-sanctioned competition, the organizer must announce the activity through the Guild's website or email list at least 45 days prior (longer lead times permit a greater number of entries) and have the concurrence of the appropriate territorial officer or Guildmaster. Although the announcement may also appear on social media, this does not constitute an official channel. Only the aethelmearc.org website and the email group constitute official channels.

Section 3 – Taverns: A tavern is a service activity wherein Guild members provide product in a formal manner for the general enjoyment of event attendees or subset thereof. A tavern may occur at any official SCA event with the concurrence of the autocrat or event steward and may be hosted by any general or regional member of the Guild. Taverns need not be announced prior to taking place. The organizer is responsible for securing both product and volunteer bartenders and for notifying the appropriate officer afterward with a summary of the activity as well as the names of those who participated. Tavern operators will comply with age verification requirements for the state and municipality in which the tavern takes place.

Section 4 – Classes: Not all classes with a brewing theme are Guild sponsored or sanctioned. If Guild members wish to seek Guild sponsorship or sanction for a class, they must make a proposal to the territorial officers no later than 30 days prior to the class (15 days for recurring classes), especially if seeking assistance with funding or loan of equipment. A proposal need not be formal or in writing.

## Article V - Officers

Section 1 - Determination of Officers: The Guild has three levels of officers.

(a) Territorial Officers: This level includes the Guildmaster and all Regional Deputy Guildmasters. Regional Deputies are appointed by the Guildmaster following consultation with the outgoing Regional Deputy and the regional membership. While the Guildmaster is required to consult the membership, they are not required to obtain a consensus before appointing a Regional Deputy. Outgoing Guildmasters are responsible for appointing their replacement and require the concurrence of a simple majority of the incumbent Regional Deputies. In the absence of such concurrence, a two-thirds majority of territorial officers may elect a new Guildmaster.

(b) Staff Officers: This level includes the Deputy Guildmaster, the Quæstor, the Chamberlain, the Butler, the Armarian, and the Web Minister. Staff officers are nominated by a territorial officer or the staff office incumbent and are elected by a simple majority of all

territorial and staff officers. Based on the most current information available from the SCA Board of Directors at the writing of these bylaws, the Web Minister is required to be warranted through the Kingdom Web Minister office (since the Guild website is hosted on the kingdom server) while the Quæstor and Chamberlain must remain completely independent of any SCA office affiliation within the scope of their Guild duties.

(c) Project Officers: This level includes those appointed to oversee specific projects or specific committees outside the scope of the staff offices. Project officers are appointed by the appropriate territorial or staff officer with the concurrence of the Guildmaster.

## Section 2 - Duties of Officers

(a) Guildmaster. The Guildmaster shall serve as the chief executive officer of the Guild. The Guildmaster shall:

- (1) preside at all meetings of the territorial officers, staff officers, or general membership;
- (2) with advice and counsel of the other officers, determine all committees, select all committee chairs, and assist in the selection of committee personnel;
- (3) 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;
- (4) track member participation in Guild-sanctioned activities for determination of Guild recognition of individual members;
- (5) be the "face" of the Guild to Royalty, Kingdom officers, other kingdom guilds, and brewing guilds in other kingdoms for the purpose of coordinating responsibilities, activities, and projects;
- (6) take the lead for kingdom-level competitions and other projects in the absence of a suitable project officer.

(b) Regional Deputy. The Regional Deputy shall serve as the senior executive officer of the Guild within their respective region. The Regional Deputy shall:

- (1) preside at all meetings of the regional membership;
- (2) with advice and counsel of the regional membership, determine any regional committees, select regional committee chairs, and assist in the selection of regional committee personnel;
- (3) take responsibility for physically updating regional competition criteria and providing that information to the Guildmaster and Web Minister for publication;

(4) track regional member participation in Guild-sanctioned activities and provide that information to the Guildmaster for determination of Guild recognition of individual members;

(5) be the "face" of the Guild to local groups and local brewing guilds within their respective regions for the purpose of coordinating responsibilities, activities, and projects;

(6) take the lead for regional-level competitions and other projects in the absence of a suitable project officer.

(c) Deputy Guildmaster. The Deputy Guildmaster is considered a staff officer rather than a territorial officer. They are essentially a "surrogate" for the Guildmaster. The Deputy Guildmaster shall:

(1) fill in administratively any time the Guildmaster is unable to perform the duties of the office in the short term;

(2) 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;

(3) oversee coordination between project officers and kingdom representatives for projects involving use of kingdom resources or assets (e.g. brewing track in *Æ* Royal at Pennsic);

(4) assist the Guildmaster with the Points for Participation program.

(d) Quæstor. The Quæstor 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 Quæstor is responsible for maintaining an accounting of monies donated to and/or expended by the Guild for any purpose. The Quæstor shall:

(1) take all monies donated to the Guild from any source, account for them, and deposit them into an appropriate financial institution account;

(2) be one of two required signatures on any check expending funds (the second being the Guildmaster or Deputy Guildmaster);

(3) track and account for any cash expenditures made from cash on hand (e.g. expenditures for the Pennsic bar at *Æ* Royal);

(4) track value and disposition of non-cash assets as reported by the Chamberlain;

(5) provide a quarterly and annual written accounting of all income and expenditures to the Guild officers.

(e) Chamberlain. The Chamberlain is responsible for accounting for, maintaining, storing, and making available to Guild-sponsored activities any of the equipment owned or retained by the Guild. The Chamberlain shall:

(1) report any change in the condition of equipment to the Quæstor so that the Quæstor can maintain proper accounting of the asset;

(2) at their discretion, allow Guild members to check out equipment for non-Guild functions. In such cases, the Chamberlain will secure a written agreement from the user to reimburse the Guild for any loss or damage to said equipment;

(3) ensure that all equipment is cleaned and serviced as soon as practicable following its use to correct or prevent damage or deterioration. Deteriorated parts will be repaired or replaced as soon as possible, and receipts presented to the Quæstor for reimbursement.

(f) Butler. The Butler (or “keeper of the butts”) is responsible for organizing and directing the Pennsic bar at *Æ* Royal each year. This will require coordination with the Quæstor and Chamberlain to ensure that equipment and funds are available prior to the start of the event.

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

(1) be responsible for maintaining, updating, and moderating the Guild's website, social media pages, and email list;

(2) 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;

(3) copy the Guildmaster and Deputy Guildmaster on all reports to the kingdom.

(h) Armarian. The Armarian is a combination librarian and archivist, responsible for organizing and maintaining electronic files at the Guild's website and Google drive.

(i) Project Officer. Project officers may be appointed at any time for any project on a short- or long-term basis.

Section 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) Territorial Officers: A territorial officer serves 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 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 territorial office, nor any restriction on how much time must pass between non-consecutive terms.

(b) Staff Officers: A staff officer serves a three-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 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(b). 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 staff office, nor any restriction on how much time must pass between non-consecutive terms.

(c) 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. Except in the case of serving as a "surrogate", territorial and staff officers should not be appointed as project officers.

Section 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 VI - Committees and Divisions. Committees may be established for any number of reasons, such as a review of governing documents, event planning, etc., and may be standing (permanent) or ad hoc (limited to a specific purpose or period.)

Section 1 - Appointment and Authority: The Guildmaster, following consultation with the territorial officers, shall appoint all committees and committee chairs. Committee appointments shall be at the will and pleasure of the Guildmaster and shall serve concurrently with the term of the appointing chair of the board, unless a different term is approved by the territorial officers collectively. It shall be the function of committees to make investigations, conduct studies and hearings, make recommendations to the territorial or staff officers, and carry out such activities as may be delegated to them by the Guildmaster.

Section 2 - Limitation of Authority: No action by any member, committee, or officer shall be binding upon, or constitute an expression of, the policy of the Guild until it has been approved or ratified by the appropriate officers. Committees shall be discharged by the Guildmaster when

their work has been completed and their reports accepted, or when, in the opinion of the territorial officers collectively, it is deemed wise to discontinue the committees.

Section 3 - Testimony: Once committee action has been approved by the appropriate officers, it shall be incumbent upon the committee chair or, in their absence the individuals they designate as being familiar enough with the issue to give testimony, to make presentations before designated gatherings of the membership, regional or general.

Section 4 - Division: The territorial officers may create such divisions as they deem advisable to handle the work of the Guild. The appropriate officer shall authorize and define the powers and duties of such divisions. The territorial officers shall annually review and approve all activities and proposed programs of such divisions having bearing upon or expressive of the Guild. NOTE that the Guild does not lay claim to nor expect to be designated as responsible for any baronial, shire, canton, or other local guilds with similar goals, and as such will not advocate for assignment of such guilds as divisions or subsidiaries of the Guild.

## Article VII - Finances

Section 1 - Funds: All money donated to the Guild from any source shall be accounted for in a general operating fund.

Section 2 - Disbursements: The Quæstor is authorized to make disbursements for expenses provided for in a previously approved budget without additional approval of the territorial 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.

Section 3 - Fiscal Year: The fiscal year of the Guild shall close on 31 December of each year.

Section 4 - Budget: Budgets, whether annual, quarterly, or per project, may be approved by a simple majority of territorial officers and staff officers collectively. Formal budgets will not be required unless and until a simple majority of territorial officers and staff officers collectively deem them necessary. When large expenditures are deemed necessary (such as the purchase of equipment), 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.

Section 5 - Annual Audit: The Guild accounts shall be reviewed annually as of the close of business on 31 December by each incumbent territorial officer. Any discrepancies or anomalies that cannot be resolved may be referred to a mundane bookkeeper or accountant for resolution. A summary of Guild incomes and expenditures shall be available to any officer on request.

## Article VIII - Dissolution

Section 1 - Procedure: The Guild shall disband with the unanimous vote of the territorial officers or with a two-thirds majority vote of the territorial officers and staff officers 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 Chamberlain 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 Quæstor. Any equipment that remains unsold will be donated to the Kingdom of Æthelmearc Arts and Sciences office.

**Section 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.

**Section 3 - Regalia:** All regalia donated to or paid for by the Guild will be turned over to the Kingdom of Æthelmearc Arts and Sciences 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 territorial and staff officers will consider each proposal at the earliest possible convenience. Any amendment proposal will be shared electronically or in person with each territorial and staff officer. 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 territorial and staff officers collectively. Once approved, the Guildmaster and Web Minister will ensure that the amendments are published and posted.