

# Bylaws of the Tidewater Woodworkers Guild

## ARTICLE I - NAME AND OBJECTIVES

SEC.1. The name of this organization shall be the "Tidewater Woodworkers Guild" and shall hereinafter be designated for the purpose of brevity, "TWWWG."

SEC.2. The purpose and benefits of the TWWWG shall be to further the woodworking interests and skills of the membership by: providing meeting places for local woodworkers to assemble socially; conducting demonstrations and presentations of woodworking ideas and interest; disseminating information of general and specific interest through a monthly newsletter; exchanging plans, publications, and knowledge related to wood and their products; learning of the use, quality and pricing of woodworking tools and equipment, and; seeking for the membership, the availability of the best purchase prices for wood and woodworking tools. The TWWWG intends to provide a medium through which members may display and share their techniques, tools, plans, jigs and projects, and offer, within the Newsletter, a vehicle for members to make inquiries, buy, sell, trade, and advertise articles related to woodworking interests.

## Article II - MEMBERSHIP

SEC.1. The membership of the TWWWG shall be by an application for membership and payment of annual dues.

SEC.2. Any person desirous of obtaining membership shall submit the TWWWG membership application to the Secretary (form to be provided by the Secretary); such application shall, among other things, contain a statement of the candidate's interest and experience in woodworking, either as a professional or as a hobbyist.

## ARTICLE III – ANNUAL DUES

SEC.1. The annual dues shall be established by the Executive Board and shall be due and payable not later than the 4th Monday of February each year. Membership dues will be prorated to one-half the annual dues for applications made after 1 July.

## ARTICLE IV - OFFICERS AND EXECUTIVE BOARD

### SEC.1. - ELECTED OFFICERS

There shall be elected at each November (Business) meeting of the TWWWG the following named officers, viz: President, Vice-President, Secretary, and Treasurer who shall hold office for a period of one year or until their successors are elected, or where necessary, temporarily appointed. These officers shall perform the duties hereinafter prescribed for each office. An officer may succeed him/ her self for a maximum of three years service. Additionally, there shall be an Executive Board, comprised of the elected officers and the immediate past President of the TWWWG. Each member of the Executive Board shall have one vote at Executive Board Meetings.

### SEC.2. - VACANCIES

If a vacancy shall occur in an office of the Vice-President, the Secretary, or the Treasurer, such vacancy shall be filled by appointment by the President, subject to the approval of the Executive Board, and such appointee shall serve the un-expired portion of the term for which the predecessor shall have been elected, or until his successor shall be duly elected.

### SEC.3. - DUTIES AND POWERS OF EXECUTIVE BOARD

The Executive Board shall have general charge and management of the affairs of the TWWWG. All officers of the TWWWG shall be bound to report their actions to the Executive Board and shall be subject to its direction and control. The Executive Board shall hold a business meeting in February each year, and at least two additional meetings, at the call of the President or Vice President. At the regular February membership meeting, the Executive Board will make a full report of its acts and doings during the preceding year, to include a Treasurer's report to present a reconciliation of the guild's funds received and expended during the prior year.

### SEC.4. - OFFICE OF PRESIDENT

The President shall have general charge and supervision of the affairs and property of the TWWWG, subject to such rules and regulations as may from time to time be made by the Executive Board. The President shall preside at all meetings of the Guild and Executive Board and shall be an ex-officio member of all committees. He/She shall appoint committee Chairmen, where not expressly assigned in these Bylaws.

### SEC.5. - OFFICE OF VICE PRESIDENT

The Vice President shall preside in the absence of the President, shall assume the duties of the President upon a vacancy in that office, and shall have such powers and perform such duties as may from time to time be prescribed by the President, or the Executive Board. The Vice-President shall be the Chairman of the Program Committee.

In the event that both offices of President and Vice-President should become vacant or those officers are absent or incapacitated to act, the Executive Board shall elect one of their members to fill the vacancy in the office of President.

#### SEC.6. - OFFICE OF SECRETARY

The Secretary shall keep the minutes of all Guild and Executive Board meetings in record books provided for that purpose by the TWWWG. He or she shall provide a written or verbal record of these minutes to the Newsletter Editor within 10 days following any meeting. The Secretary shall have custody of the administrative records, membership lists, and archives of the Guild, to include a register of the names, addresses and telephone numbers of all members. This register is to be coordinated with the Treasurer to maintain a current dues-paid status.

#### SEC.7. - OFFICE OF TREASURER

The Treasurer shall be responsible for the receipt, disbursement and custody of all membership fees [annual dues] and other monies belonging to the TWWWG. The Treasurer shall receive all monies and bills, and similar property belonging to the TWWWG and safely keep the same in the name of the Tidewater Woodworkers Guild, depositing all monies to the credit of the TWWWG in such depositories as may be designated by the Executive Board. He/she will make current disbursements prescribed by the President or Executive Board, [see monetary limits, below], shall keep such financial records as may be required by the Executive Board as well as make an annual report and such other reports as may be prescribed by the Executive Board. The TWWWG shall pay all authorized expenses of the Treasurer incurred on behalf of the Guild. The books of the Treasurer shall at all times be open to inspection by the members of the Executive Board.

### ARTICLE V – CONTRACTS, LOANS, PAYMENTS

#### SEC.1. - CONTRACTS

The President may authorize any elected officer or Committee member to enter into any contract and/or purchase agreement in the amount of \$250 or less, in the name of and on behalf of the TWWWG. Any contract, purchase or obligation exceeding \$250 will be presented to the general membership for approval, so granted by a two-thirds vote of those in attendance.

#### SEC.2. LOANS AND PAYMENTS

No loans or evidence of indebtedness (IOU) shall be contracted on behalf of the TWWWG without a resolution by a two-thirds majority vote of the general membership in attendance at a meeting. The treasurer shall sign all checks or other orders for the payment of money

issued in the name of the TWWWG. Such payments in excess of \$250 will require the signature of a second Executive Board member.

## ARTICLE VI - COMMITTEES

### SEC.1. - NOMINATING COMMITTEE

The President shall annually in September appoint a nominating committee consisting of three members of the TWWWG. The names, addresses, and phone numbers of the members of the Nominating committee will be announced by the Secretary and published in the TWWWG newsletter, together with a printed proxy form, and placed in the mail to the membership in the October Newsletter. Whereupon, any member may submit to the nominating committee the name(s) of members deemed to be desirable candidates for the respective offices, such submission of names shall be advisory to the nominating committee in the making of its list of nominees. At the time of the regular October meeting, the Secretary shall, in addition to the nominees recommended and submitted by the nominating committee, ask for further nominations from the floor. Nominations shall be closed at the conclusion of the regular October meeting of the membership. Candidates accepting the nomination shall submit a short biography to the President/Newsletter Editor for publishing in the November Newsletter prior to the elections. Proxy votes from absentee members shall be provided to the Secretary no later than the date and time of the November election meeting. Announcement of newly elected officers shall be immediate, when known, with their positions effective for the following calendar year. In cases where more than one candidate is running for an office, ballots will be counted and verified at the earliest possible time. The President will notify each candidate of the election results.

### SEC.2. - THE STANDING COMMITTEES

The standing committees will include the Program Committee, the Editorial Committee, the Membership Committee, and the Training Committee. The Vice President is assigned as the Chairman of the Program Committee. The President shall head the Editorial Committee as Editor in Chief, however the duties of Newsletter Editor may be delegated. The Chair of additional committees and the membership within those committees will be selected on an ad-hoc basis, consideration given to volunteers within the membership. Other Committees, such as a Public Relations Committee and a Social Committee may be established if and when the situation warrants.

**The Program Committee** shall assist the Vice-President in the arrangement of programs for regular and special meetings. They will coordinate the efforts necessary to arrange for presentations/ demonstrations by Guild members and outside guests.

**The Editorial Committee** shall provide direct support to the President and editor for the publication of the monthly Newsletter, to include assistance in posting the Newsletter on the Guild's web page, and in printing and mailing the Newsletter to those without access to the Internet. The Editorial Committee will obtain the following routine information in time for the monthly publication: a timely record of the Secretary's minutes; the Program Committee's schedule for future presentations and demonstrations; notices of special events of general interest to the membership, such as woodworking shows and seminars; items for trade, sale, or need, as advertised by a Guild member; local and national sales and discounts available on wood and woodworking items; and woodworking tips and techniques that might be of special interest to the general membership.

**The Membership Committee** shall serve at the call of the President, to be used to canvas all members concerning the activities of the guild when a quick response is required, such response needing the approval of the membership. The Committee will also actively solicit new members by extending an invitation to attend the TWWWG's meetings, posting these notices at sites of opportunity and through the news media. The Membership Committee will provide TWWWG's membership nametags, coordinating with the Secretary and Treasurer for current rolls and dues paid.

**The Training Committee** members shall seek information, literature, video presentations, etc., of interest to the membership. They will coordinate with the Program Committee to offer training/learning presentations to the membership. There shall be a TWWWG Librarian within the Training Committee to maintain the publications and videos in the guild's Lending Library.

Note: Standing Committees shall not routinely have the power unto itself to bind or obligate the TWWWG for the payment of money or the performance of any contract. Such authority being hereby expressly reserved unto the President, or wherein the expenditure involved is greater than \$250, by approval of the membership at large. The exception to this restriction being that the Vice President, with the agreement of the Program Committee, is pre-authorized to offer up to a \$250 per month honorarium to secure professional speakers/demonstrators for membership meetings, however not to exceed \$1000 in any calendar year without guild membership approval.

## ARTICLE VII - MEETINGS

SEC.1. The annual Business Meeting (and elections) shall be held the 4th Monday of November in each year. Regular meetings of the membership are to be held according to the yearly schedule drawn up by the Program Committee and shall be held the 4th Monday of every month. The membership may elect to dispense with the regular meeting in December. Special meetings of the membership may be called by the President upon request of a majority of the Executive Board. At the November meeting, any business may be transacted not inconsistent with the bylaws, but at special meetings the business shall be confined to the purpose for which the meeting was called.

SEC.2. The Executive Board shall conduct its annual business meeting prior to the general membership meeting in January each year; they shall meet a total of at least three (3) times each year.

## ARTICLE VIII - AMENDMENTS

SEC.1. These Bylaws may be amended at the Annual Business (November Election) meeting of the members without previous notice having been sent to the members regarding the proposed amendments. These bylaws may also be amended at a special or regular monthly meeting of the members, provided the proposed amendments are presented in writing and published to the membership at least fifteen days prior to such meeting. This notice may be in the TWWWG Newsletter. An affirmative vote of the two-thirds of all members present shall be necessary for the adoption of any amendment.

## ARTICLE IX - MISCELLANEOUS

### Sec.1. EXECUTION OF INSTRUMENTS:

When the execution of any pledge, contract, conveyance, loan agreement or other instrument has been authorized by the Executive Board, the President, or an agent authorized in writing by the President, may execute the instrument in the name of and on behalf of the TWWWG.

