

## **KAWARTHA WOODTURNERS GUILD BY-LAWS**

### **A. FEES AND DUES**

1. The Board of Directors shall set annual dues and initiation fees.
2. Annual dues are only refundable with the approval of the Board of Directors.
3. There shall be a one-time initiation fee for Regular members only.
4. Annual dues are due at the September meeting and must be paid by the October meeting for the member to remain in good standing.
5. A Family Membership shall consist of one Regular Member and unlimited "Family" Members. The Regular Member shall pay full membership, pay the one-time initiation fee and be entitled to vote. The Family Members, living at the same address and directly related to the Regular Member at that address, shall each pay 50% of the dues of a Regular Member but no initiation fee and shall not be entitled to vote.
6. A Lifetime Member shall have the full benefits of a Regular Member, including the right to vote, but membership fees are waived for the life of the recipient. Lifetime Memberships will be awarded at the discretion of the Board based on the criteria provided in Appendix B to these by-laws. Only one Lifetime Membership shall be awarded each year.
7. A Friend of the Guild membership shall be awarded at the discretion of the Board based on the criteria provided in Appendix C to these by-laws. Membership fees are waived. A Friend of the Guild shall have no voting rights and attendance is limited to no more than 4 regular meetings of the Guild in any Guild Year (September to June).
8. Special attendance fees may be established by the Board of Directors to support special events, such as guest speakers, seminars, work shops and extra ordinary events. As much as possible, these events should be financially self-supporting.
9. New members may have annual dues pro-rated for a part year and such dues along with initiation fees are payable with the application for membership.

### **B. THE EXECUTIVE**

1. The Executive shall consist of a President, Vice President, Secretary and Treasurer.
  - a. Each member of the Executive is an officer of the Guild, shall have one vote and there shall be no giving nor receiving of proxies.
2. In the event that any Office becomes vacant during the Guild year (September through August) the Executive shall appoint by vote a member of the Board to fill the vacancy until the end of the term of the officer replaced.
3. The Executive shall be elected at the regular meeting in June and take office upon installation at the Annual General Meeting in September following the date of their election.

### **C. THE BOARD OF DIRECTORS**

1. The Board of Directors (hereinafter referred to as the "Board") shall consist of the Executive, the immediate past President, plus a minimum of four (4) and a maximum of (6) Directors.
  - a. The number of directors shall be determined by a vote of the Board as required.
  - b. Each member of the Board shall have one vote and there shall be no giving nor

- receiving of proxies.
2. In the event that any position becomes vacant during the Guild year (September through August) the Board shall appoint by vote a Regular member to fill the vacancy until the end of the term of the officer replaced.
  3. The Board shall be elected at the regular meeting in June and take office upon installation at the Annual General Meeting in September following the date of their election.

#### **D. EXECUTIVE DUTIES AND RESPONSIBILITIES**

##### **1. President**

- a. Presides over all meetings
- b. Acts as head of the Guild
- c. Signs any and all documents on behalf of the Guild.
- d. He/she may be a signing officer for Guild cheques.

##### **2. Vice-President**

- a. In the absence of the President, acts in his/her place and stead.
- b. Shall perform such duties as the President or the Board may assign.
- c. He/she may be a signing officer for Guild cheques

##### **3. Secretary**

- a. Records the minutes of all meetings and distributes minutes to the Board in a timely manner.
- b. Conducts all correspondence for the Guild and reports same to the Board.
- c. Has custodial care of all documents relating to the Guild.
- d. Maintains an up-to-date list of all the members including contact information.
- e. Receives applications for membership and records and maintains information on those who apply to join the Guild (in conjunction with the Treasurer).
- f. He/she may be a signing officer for Guild cheques.

##### **4. Treasurer**

- a. Receives all monies from the membership, donations, advertising fees, etc. and issues receipts.
- b. Maintains the Guild's bank account and may maintain a petty cash fund not to exceed \$100.00 (one hundred dollars).
- c. He/she may be a signing officer for Guild cheques.
- d. Pays out such monies as required by instruction of the Board. All major or extraordinary expenditures in excess of \$100.00 which are over and above the approved budget will require the prior approval of a majority of the Board members present at the meeting:
- e. Maintains an auditable set of financial records at all times, and keeps the financial books, available for examination of the Executive at any meeting.
- f. Assists the President to prepare an annual budget.
- g. Prepares an annual report for distribution to the membership and such other reports as may be requested by the Executive from time to time.
- h. Notifies the Executive of those members who are in arrears in payment of dues.
- i. Presents a financial statement for approval at the Annual General Meeting.

##### **5. Signing Officers**

- a. Signing officers for the financial affairs of the Guild shall be any 2 (two) of (i)

- The Treasurer (ii) The President (iii) The Secretary (iv) Vice-President.
- b. No officer or group of officers is empowered to incur debt in the Guilds name. If planned expenditures exceed the resources of the Guild, the Board shall call a Special Meeting and require approval of a two-thirds (2/3) majority of the membership attending the meeting to make the planned expenditure.
- 6. Standing and/or Ad Hoc or Select Committees**
- a. At its discretion, the Board may appoint members of the guild to such committees as are necessary and/or desirable for the benefit, well-being, and smooth operations of the guild's affairs.
  - b. Such committees may include, but are not limited to, the following:
    - i. Audit
    - ii. Financial Affairs
    - iii. House and Hospitality
    - iv. Library
    - v. Nominating
    - vi. Program
    - vii. Public Relations

**E. TERM OF OFFICE**

1. Elections shall be held at the regular June meeting.
2. The Officers shall be elected for a period of two (2) years and will remain in office until replacement successors are elected and assume their responsibilities. Officers shall be limited to two (2) consecutive terms in a particular position and eight (8) consecutive years on the Executive.
3. Directors shall be elected for two (2) year terms, with two (2) directors being elected each year at the regular June meeting. Directors shall be limited to three (3) consecutive terms as a Director.

**F. REMOVAL OF EXECUTIVE OFFICERS**

1. Removal of any elected officer(s) or director(s) at anytime during their term of office must be dealt with at a Special meeting called in accordance with the by-laws and called for that specific purpose.
2. Any motion made to remove elected officer(s) or director(s) will require a 2/3 (two - thirds) majority vote by the Regular members.

**G. METHOD OF ELECTION**

1. A Nominating Committee will be established by the Board to prepare a slate of candidates to fill the positions described in By-Law B.1.
2. The immediate Past President, or a member appointed by the Board, will chair the Committee.
3. The Nominating Committee will consist of the immediate Past President or a member appointed by the Board to chair the Committee, the President and two (2) Regular members appointed by the Board.
4. Voting will be by secret ballot.

**H. MEETINGS**

1. **Regular Meetings**

- a. Are scheduled by the Board to be held normally on the first Tuesday of each month, with the exception of July and August, when none are scheduled.
  - b. A schedule of Regular meetings will be published and distributed annually at the September meeting.
  - c. Regular meetings shall be held in such premises and at times as arranged by the Executive.
2. **Board of Director's Meetings**
- a. Will be held at the call of the President or by three (3) of the members of the Board. There will be a minimum of one meeting per year at such location as agreed upon by the Board.
  - b. A quorum shall consist of a minimum 2 Officers and 2 Directors.
3. **Annual General Meetings**
- a. To be held once per year in the month of September.
  - b. All members are to be notified as to location, date and time no later than the first week of August.
  - c. The meeting will be opened by the outgoing President and will include the financial statement covering the last fiscal year and any summary remarks. The Board elected at the previous June meeting will then be installed and may present the budget and plans for the coming season.
4. **Special Meetings**
- a. Shall be called by the Board of Directors at its discretion or in response to a petition signed by twenty percent (20%) of the Regular members.
  - b. All members are to be notified as to location, date and time a minimum of 30 days prior to the meeting,

**I. CANCELLATION OF MEMBERSHIP**

- 1. Membership in the Guild may be canceled by a two-thirds (2/3) majority vote of the Board of Directors if:
  - a. A member's actions are perceived to be detrimental to the interests of or to the reputation of the Guild.
  - b. A member undertakes unauthorized actions or representations on behalf of the Guild. This would include use of the name "Kawartha Woodturners Guild", the symbol "KWG", or the Guild Logo without prior written approval of the Executive.
  - c. A member exhibits disruptive or inappropriate conduct during meetings.
  - d. A member fails to pay his or her membership dues within one month of the date of renewal. Note: dues are due at the September meeting.

**J. SAFETY AND LIABILITY**

- 1. All members are responsible for knowing and conducting themselves in accordance with safety rules as established by the Executive
- 2. Non-compliance with the Safety Rules and/or behavior dangerous to themselves or others may result in ejection from the facilities
- 3. Any member, guest or visitor at any Guild meeting or event under the influence of alcohol or drugs shall be requested to leave immediately. A repeat offence within a one year period may result in expulsion from the Guild.

**K. FISCAL YEAR**

1. The fiscal year shall begin on July 1 of each year and end on June 30 of the following year.

**L. BY-LAW CHANGES**

1. The Board shall establish a By-Laws Committee, when required, to review and propose amendments to the Guild by-laws. Acceptance of these amendments for a membership vote shall require a two-thirds (2/3) majority vote by the Board
2. Notice shall be sent to the membership providing date, time and location of the vote on the by-law amendments as well as a copy of the amendments a minimum of 30 days in advance of the vote.
3. Approval of the by-law amendments shall require a two-thirds (2/3) majority vote of the membership in attendance at the meeting.

**M. DISSOLUTION OF THE GUILD**

1. Dissolution of the Guild may be proposed by the Board of Directors, or at a Special meeting called by the petition of a majority of the membership.
2. In the event of dissolution and because of the Guild's not-for-profit status, no member or group of members shall receive any monetary or physical benefit from the distribution of the physical assets of the Guild.
3. Following the liquidation of all debts and liabilities of the Guild, all remaining assets including , but not limited to, books, videos, DVDs, machinery including lathes and grinders, tools and accessories, including chisels, chucks, vacuum chucks, vacuum pump, and all camera and recording equipment shall be distributed to a school program or nonprofit organization involved in woodturning instruction as selected by the Board of Directors and approved by a two-thirds (2/3) majority vote of regular members in attendance at the meeting.

Original By-laws Approved this 4th day of April, 1995 in open meeting.

J. L. Madill M. A. Groneng  
(Secretary) (Acting President)

1<sup>st</sup> Amendment: October 7, 1997

2<sup>nd</sup> Amendment: September 7, 1999 (added 2<sup>nd</sup> Vice President)

3<sup>rd</sup> Amendment: April 29, 2002 (added clauses for AAW chapter affiliation – see Appendix A)

4<sup>th</sup> Amendment October 7, 2003 (redefined the Executive as a Board of Directors, modified President vote)

5<sup>th</sup> Amendment April 2009

6<sup>th</sup> Amendment September 7, 2010

These by-laws have been agreed upon (including amendments) and adopted by

Club Name: Kawartha Woodturners Guild

In (city/province): Peterborough, Ontario, Canada

Signed: President \_\_\_\_\_ Date: \_\_\_\_\_

Secretary \_\_\_\_\_ Date \_\_\_\_\_

## **APPENDIX A – AMENDMENT DEALING WITH AAW CHAPTER AFFILIATION**

### **A1 CHAPTER LOCATION**

City or location from which the club expects to draw members:  
Serving Peterborough and central Ontario regions.

### **A2 RELATION OF CHAPTER TO THE CORPORATE ORGANIZATION**

It is recognized that the American Association of Woodturners, Inc. (AAW) recommends that the Kawartha Woodturners Guild Chapter Officers are encouraged to become member in good standing of the AAW. Officers of the KWG who are currently not AAW members will be encouraged to join the Association.

While it is understood that the parent organization will provide advice and counsel, as requested, the Local Chapters' nature and extent of activities are left to the discretion of the Chapter.

### **A3 AAW DISCLAIMERS: FISCAL AND LEGAL**

The corporation, the American Association of Woodturners, inc., specifically disassociates itself from any debts, obligations or encumbrances of the Local Chapter. The Corporate Board of Directors of AAW is not responsible for the debts or shares in the profits of the Local Chapters. The Corporate Organization does not shoulder any legal liability for accidents that occur during events of any kind sponsored or not sponsored by local Chapters.

The Kawartha Woodturners Guild specifically disassociates itself from any debts, obligations or encumbrances of the American Association of Woodturners. The Board of Directors of the Kawartha Woodturners Guild is not responsible for the debts or shares in the profits of the American Association of Woodturners. The Kawartha Woodturners Guild does not shoulder any legal liability for accidents that occur during events of any kind sponsored or not sponsored by the National Organization.

## **APPENDIX B – CRITERIA FOR LIFETIME MEMBERSHIP**

### **B1 – MEMBERSHIP IN THE GUILD**

The proposed recipient shall have a minimum of 10 years cumulative membership in the Kawartha Woodturners Guild.

### **B2 – CONSIDERATIONS FOR AWARDING LIFETIME MEMBERSHIP**

The Board shall take the following contributions to the Guild into consideration in awarding Lifetime Membership:

- Service on the Executive and/or Board of the Guild
- Participation in demonstrations to members of the Guild
- Participation in demonstrations to the public
- Teaching in internal and school programs
- Participation in Guild activities including, but not limited to set up and take down at regular meetings and special events, management of equipment and materials, service on Guild committees and contributions to Guild knowledge and technology.



## **APPENDIX C – CRITERIA FOR FRIEND OF THE GUILD MEMBERSHIP**

### **C1 – PROFESSIONAL STATUS**

The candidate for Friend of the Guild shall be a professional woodturner; his major source of income shall be generated by woodturning, teaching woodturning or demonstrating woodturning.

### **C2 – REPUTATION**

The candidate for Friend of the Guild shall have established a national and/or international reputation through teaching or demonstrating on a national or international basis.

### **C3 – RELATIONSHIP TO THE GUILD**

The candidate for Friend of the Guild shall have participated in a demonstration or learning session with the Kawartha Woodturners Guild