

By-Laws Of the Tri County Woodturners

~~A chapter of the American Association of Woodturners, Inc. (Hereinafter called AAW)~~

A Florida Nonprofit Corporation

ARTICLE I - ORGANIZATION AND LOCATION

Tri County Woodturners (*hereafter TCWT*) is a *Florida nonprofit corporation* organized as a forum for individuals interested in woodturning and was formed on July 1998. The primary purposes of *TWCT* ~~Tri County Woodturners~~ are consistent with the fundamental purposes of the American Association of Woodturners (*hereafter AAW*), "to provide Information, Education and Organization to those interested in turning wood." The membership is drawn from the Tampa Bay area, including Pinellas, Hillsborough, Pasco, Hernando, Citrus and other counties. Meeting location:

Tri County Woodturners
98 1st. Avenue NW
Lutz, Florida
813-948-2264
info@tricountywoodturners.org

ARTICLE II – OFFICE

The principle office of this organization will be ~~located with the official location~~ the *home* of the current President of the Board of Directors. *The names of the officers are located on the TWCT website at www.tricountywoodturners.com.* All correspondence should be directed to info@tricountywoodturners.org. ~~addressed through the Secretary at the address shown in the Roster, Newsletter or Website.~~

ARTICLE III - RELATION OF Tri County Woodturners TO AAW

General Members of Tri County Woodturners are members in good standing of *both TCWT* and AAW (See Article V for definition of General Member). While it is understood that AAW will provide advice and counsel, as requested, the nature and extent of the *normal* activities of Tri County Woodturners is determined by ~~Tri County Woodturners Demonstrations, the TWCT board of directors. while part of the normal activities of Tri County Woodturners, are to be conducted solely at the discretion of the Board of Directors of Tri County Woodturners~~. All safety and instruction are to be under the explicit direction and control of the Board of Directors. As recommended by AAW, notice will be given to participants during any demonstration where woodturning equipment is used, that safety eye protection, preferably a full-face shield, must be worn and that woodturning equipment is potentially dangerous.

ARTICLE IV – PURPOSES

In addition to the primary purposes, as stated in Article I, the other purposes of Tri County Woodturners are to:

1. Provide a meeting location for woodturners.
2. Share ideas regarding woodturning including lathes, tools, turning materials, turning techniques, and design of turned objects.
3. Exchange wood and other woodturning materials.

4. Inform members about activities of interest to woodturning.
5. Promote woodturning as an art form and craft.

ARTICLE V - MEMBERSHIP AND FEES

General Members— Members in good standing of both ~~TWCT Tri-County Woodturners~~ and AAW. Only General Members may hold office ~~or conduct demonstrations~~.

Associate Members— Members in good standing with ~~TWCT Tri-County Woodturners~~ but not members of AAW.

Family Members- All members residing at the same address and in good standing of ~~TWCT both Tri-County Woodturners and AAW~~. The family membership fee will be determined by the Board of Directors at a level to recover the costs associated with mailings and activity promotions

Student Members- Students under the age of 18. Student Members must be accompanied to meetings and activities by a parent or guardian that are General or Associate Members of ~~TWCT Tri-County Woodturners~~. *In order to encourage the development of the next generation of turners, the student membership is free. fee will be determined by the Board of Directors at a level to recover the costs associated with mailings and activity promotions.* Student Members will be non-voting members.

Honorary Members – General or Associate Members who have served ~~TWCT Tri-County Woodturners~~ in an outstanding manner over several years. They are voted to honorary status by the General Membership and are exempt from payment of membership fees to ~~TWCT Tri-County Woodturners~~

Membership Donations - The fees for membership in ~~TWCT Tri-County Woodturners~~ will be periodically reviewed and determined by the Board of Directors. The donation structure will be set to encourage membership in the AAW and will be reported to the membership by the Board of Directors. Donations should be payable at the beginning of the fiscal year. Donations for new members are payable upon joining. Members joining during or after the October meeting shall be considered to have paid for the following year. Fees for membership in AAW are separate from those for ~~TWCT Tri-County Woodturners~~ and are to be paid directly to AAW by the member.

ARTICLE VI – MEETINGS

~~TWCT Tri-County Woodturners~~ will meet on the first Wednesday of each month. The meeting dates and locations are to be determined by the Board of Directors. Notice of meeting date, location and content will be announced in a email newsletter and Website. *Special events may take place at locations selected by the Board of Directors.*

ARTICLE VII – OFFICERS

- A. **Board of Directors:** All Directors of ~~TWCT Tri-County Woodturners~~ agree to be members in good standing of the AAW ~~American Association of Woodturners, Inc.~~ Directors shall be elected for a term of one year. General Members with a willingness to serve are eligible to seek the office of Director. *As recognition of the time and dedication to serve a director the annual dues for AAW will be paid by the chapter.*
- B. Elections shall normally be held in November and newly elected Directors shall assume office at the January meeting. Directors shall be elected by a majority vote of those General and Associate Members casting ballots at a scheduled meeting or who have sent written ballots to be opened at such meeting. Elections shall have been announced at a preceding meeting and through an advance ~~notice mailing~~ to the membership.

- C. **Officers:** Officers will be elected by the Board of Directors from among the Directors. The Board of Directors shall ~~normally meet each month~~ *at the call of the President* to conduct and oversee planning and other business. All members in good standing are eligible to attend meetings but only Directors are eligible to cast votes.
- D. **Non-elected Positions:** The President is empowered to create any temporary position deemed necessary. The President, with the advice and consent of the Board of Directors, may appoint members to temporary positions for a term to be determined by the President to serve solely at the pleasure of the President. The President is empowered to remove, replace and/or terminate temporary positions without notice to or discussion by the membership or the Board of Directors.
- E. **Removal:** The membership may remove any elected Directors when it is deemed that the best interests of ~~TWCT Tri-County Woodturners~~ would be served by such removal. Removal will be accomplished by a majority affirmative vote of General and Associate Members attending a meeting. The vote shall be announced at a regularly scheduled meeting and through a *notice mailing* from the Board of Directors. Voting will be made either by secret ballot at a regularly scheduled meeting or through mailed ballots.
- F. **Vacancies:** The President with the approval of the Board of Directors may appoint a qualified General Member to a vacant office or may call for an election. An election will be decided by a majority vote of General *and Associate* Members casting ballots at a regularly scheduled meeting or by mail ballot.
- G. **President:** The President shall be the principle executive officer. The duties of President include, but are not limited to, the following:
1. Supervision and control of the business and affairs of ~~TWCT Tri-County Woodturners~~
 2. Call or cause to be scheduled meetings of the Board of Directors and general membership meetings.
 3. Preside at all meetings except committee meetings presided over by the respective Chairpersons.
 4. Appoint committees with the approval of the Board of Directors.
 5. Is ex-officio a member of all committees but may appoint another Director as a stand-in.
- G. **1st Vice President:** In the absence of the President, or in the event of the President's death, inability to serve, or refusal to act, the 1st Vice President shall perform the duties of the President. When so acting, the 1st Vice President shall have all the responsibilities, duties and powers of the President and shall be subject to all the restrictions upon the President. The 1st Vice President shall perform such other duties as may be assigned by the President. The 1st Vice President shall have responsibility for the tools, machines and real property owned by Tri County Woodturners including, but not limited to, receipt, disposition, storage, maintenance and those other matters necessary to keep the property in proper condition. The 1st Vice President shall also keep the Treasurer informed as to what has been disposed of and currently owned and its condition for valuation purposes.
- H. **2nd Vice President:** In the absence of the 1st Vice President, the 2nd Vice President shall perform the duties described in G) above. The 2nd Vice President shall perform such other duties as may be assigned by the President. The 2nd Vice President shall be the Chairperson of the Program Committee. As such, the 2nd Vice President shall be responsible for scheduling programs for general meetings and such other events as decided by the Board of Directors. Duties shall include arranging for visits by outside demonstrators, demonstrations by ~~TWCT Tri-County Woodturners~~ members, visits of Tri County Woodturners to other chapters, tool outlets, or other places of interest and assuring that insurance requirements are met by such activities. The 2nd Vice President may appoint members to the Program Committee and delegate to them such duties as are deemed appropriate.
- I. **Secretary:** The Secretary shall keep minutes of Board meetings and of those portions of regular meetings during which official business is conducted and shall distribute same to all

Board members *via posting to the chapter website*. The Secretary shall see that notices are duly given to members as required by the bylaws and shall maintain the official records including, but not limited to, a current copy of the bylaws, Articles of Incorporation and ~~tax exemption determination letter~~. The Secretary shall maintain the official membership roster and phone list, which includes, but is not limited to, all members in good standing of all membership categories. *Membership rosters will be coordinated with the Treasurer*. In general, the Secretary will perform all duties incident to the office of Secretary and such other duties as may be assigned by the President. *The secretary may delegate duties of notices to members as deemed appropriate*. ~~In the absence of a separate Newsletter Editor, the Secretary shall publish and distribute a newsletter during months when general meetings are held and at such other times as directed by the President. Distribution shall include all members in good standing, the AAW office and such others as the President directs.~~

- J. **Treasurer:** The Treasurer shall collect all membership *donations fees* and other monies. The Treasurer is responsible for maintaining current and accurate records of all monies and assets, including tools, machines, real and investment. The Treasurer will maintain a current list of members in good standing in all membership categories and shall inform the Secretary *and webmaster and Newsletter Editor* of new or dropped members for the purpose of updating the membership roster and the mailing list. In general, the Treasurer will perform all the duties incident to the office of Treasurer and such other duties as may be assigned by the President. ~~The Treasurer shall file an annual information return to the Internal Revenue Service whenever the gross receipts of Tri County Woodturners equal or exceed \$25,000 using Form 990 or 990 EZ and shall retain a copy of this Form and its supporting ledgers available for public inspection for three years after the latter of the due date of the return or the date the return is filed. At the conclusion of said three-year period, said supporting ledgers shall be destroyed but copies of the filings shall be retained for internal use and/or inspection by the IRS for seven years. Supporting ledgers shall include all entries necessary to compile the information required by Form 990 or 990 EZ, a copy of which shall be distributed to the Secretary.~~
- K. **Past President:** The Past President shall serve in an advisory capacity to the President and other officers. The Past President may perform such other duties as may be requested by the President.

ARTICLE VIII - NOMINATION OF OFFICERS

Prior to the holding of elections, the President shall appoint, with the advice and consent of the Board of Directors, General Members to a Nominating Committee which shall select a slate of candidates for each vacancy to be filled (except Past President) and present the slate of candidates to the members. The Nominating Committee will assure, to the extent possible, the qualifications of each candidate and the willingness of the candidate to serve if elected. Members in good standing may propose members for consideration by the Nominating Committee.

ARTICLE IX – INDEBTEDNESS

All functions of ~~TWCT Tri County Woodturners~~ are on a cash basis. ~~TWCT Tri County Woodturners~~ may not incur any debt through the actions of the officers or any of its members. AAW's national office MUST be notified in writing PRIOR to ~~TWCT Tri County Woodturners~~ incurring any indebtedness for AAW.

ARTICLE X - DISCLAIMERS: FISCAL AND LEGAL

The corporation, 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, nor 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 a Local Chapter. ~~TWCT Tri County Woodturners~~ specifically disassociates itself from any debts, obligations or encumbrances of the American Association of Woodturners. The Board of Directors of ~~TWCT Tri County Woodturners~~ is not responsible for the debts nor shares in the profits of the American Association of Woodturners. ~~TWCT Tri County Woodturners~~ does not shoulder any legal liability for accidents that occur during events of any kind sponsored or not sponsored by the national organization.

ARTICLE XI – INSURANCE

As a chapter of AAW, ~~TWCT Tri County Woodturners~~ will utilize insurance available through and required by AAW. *In addition, TWCT will obtain and maintain a liability policy to protect the chapter and the Lutz Community center which is owned by Hillsborough county.* ~~All demonstrators from TWCT Tri County Woodturners must be General Members to be covered by insurance. All demonstrators that are not members of Tri County Woodturners must be members in good standing of are covered by either the AAW or by the TWCT liability policy. covered for liability by an adequate insurance policy.~~

ARTICLE XII – AMENDMENTS

These bylaws may be altered, amended, or repealed and new bylaws may be adopted by a vote of the simple majority of the qualified voting members of ~~TWCT Tri County Woodturners~~ casting ballots at a meeting of the members. Proposed changes to these bylaws shall be announced via an advanced ~~notice mailing~~ to the membership at least one month in advance of the meeting at which the vote will be taken. Copies of all modifications to these bylaws must be filed with the Administrative Office of AAW.

ARTICLE XIII - MEMBER NOTIFICATIONS

Annually, in ~~the January edition of the newsletter~~, the membership shall be notified of the following information *via normal chapter communication*: The name, address and phone number of each of the elected officers.

The primary and correspondence mailing address of ~~TWCT Tri County Woodturners~~

The membership fee structure.

ARTICLE XIV - - QUORUM AND ORDER OF BUSINESS

A Quorum shall consist of those General Members present at a scheduled general meeting or a majority of the Directors present at a scheduled Board Meeting. Meetings shall be conducted following ~~the usual~~ *Roberts* rules of parliamentary procedure, the use of which is to facilitate proceedings. The principles are: the majority rules, the minority has the right to be heard, courtesy shall be extended to all. In the event of a dispute, Roberts Rules of Order, Modern Edition shall be consulted.

ARTICLE XV - BOOKS AND RECORDS

The books and records of ~~TWCT Tri County Woodturners~~, in keeping with its status as a ~~501(c)3~~ *Florida State* non-profit corporation, shall be made available for public inspection with the consent of the majority of the Board of Directors.

ARTICLE XVI – INDEMNIFICATION: ~~TWCT Tri County Woodturners~~ Board of Directors may indemnify any officer, or member who is a party or is threatened to be a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, other than an action by or in the right of ~~TWCT Tri County Woodturners~~ by reason of the fact that the individual is or was an, officer, employee, member or agent of ~~TWCT Tri County Woodturners~~ or is or was serving at the request of ~~TWCT Tri County Woodturners~~ against expenses, including reasonable attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by the individual in connection with such action, suit, or proceeding if the individual acted in good faith and in a manner the individual reasonably believed to be in or not opposed to the best interests of ~~TWCT Tri County Woodturners~~ and with respect to any criminal proceedings, if the individual had no reasonable cause to believe that the conduct was unlawful.

Adopted: _____

Signatures of Officers presiding at the time the bylaws were approved.

Date: President

Date: 1st Vice President

Date: 2nd Vice President

Date: Secretary

Date: Treasurer

Submitted by: