

# Bylaws Of Willamette Valley Woodturners

## ARTICLE I - NAME

The name of the this nonprofit organization shall be as filed with the Secretary of State of Oregon in its Articles of Incorporation as the **Willamette Valley Woodturners** (WVW). It is an all-volunteer, not-for-profit association of participating woodturners.

## ARTICLE II – Activities of the WVW

The activities of the WVW Club shall be in the best interest of and for the benefit of all club members.

## ARTICLE III – WVW Club ADDRESS

1. The mailing address of the current WVW President shall be used as the club's mailing address. This address shall also be the 'Principal Place of Business' as it pertains to any filings with the Oregon Secretary of State, and shall be kept current by the Treasurer with said office.
2. When a new President takes office or when the current President changes mailing address, the President shall provide that information to all club members and to the national office of the American Association of Woodturners (AAW) within 30 days of when the new address becomes effective.
3. The current club address shall be included in every edition of the BURL, the WVW club's monthly newsletter.

## ARTICLE IV - PURPOSES

The WVW exists for the following purposes:

1. To provide an opportunity at our regularly scheduled monthly meetings for fellowship with others who share an interest in woodturning.
2. To preserve, enhance and pass on to future generations the cultural traditions and techniques associated with the art of woodturning.
3. To promote community interest in woodturning as a hobby and art form through meetings, shows, events, demonstrations, competitions and educational activities.
4. To promote educational opportunities for all members through workshops and seminars featuring experienced, well known national, regional or local woodturners.

5. To share, exchange, and/or trade ideas, safe turning practices, wood, tools and other items of interest pertaining to woodturning.

## **ARTICLE V - MEMBERSHIPS AND DUES**

1. Members are individuals whose dues are current for the calendar year beginning January 1. Members between the age of 18-21, as of January 1st of the calendar year, shall pay discounted dues per section 3.
2. Associate Members are the spouse/partner and/or any minor children of a WVV Member and/or any minor grandchildren living with a Member of WVV, who wants to be a member. Also, any person under the age of eighteen (18) years of age as of January 1st of the membership year, who applies for membership, will be considered an Associate Member. Associate Members shall be exempt from the payment of any dues or fees, and shall be entitled to all privileges of regular members, except the right to vote or hold office.
3. The amount of the annual membership dues for the upcoming year shall be set annually by a vote at the WVV club's regularly scheduled October meeting.
4. The WVV Club's annual dues shall be payable by December 31 of the year preceding the year of membership (i.e. 2017 dues are payable by December 31, 2016).
5. For new members only, their first year club dues shall be prorated based on the quarter in which the new member joins the club.  
Jan 1 – Mar 31 = exactly 100% of the current annual dues,  
Apr 1 – Jun 30 = approximately 75%,  
Jul 1 – Sep 30 = approximately 50%,  
Oct 1 – Dec 31 = approximately 25% of the current annual dues per the decision made by the Executive Board.
6. Any WVV club member who has celebrated their 80<sup>th</sup> birthday and has been a member in good standing for the five previous years will be granted the distinction of **Honored Life Member** (HLM) and will be excused from paying any future dues.

## **ARTICLE VI – ELECTIONS and VOTING RIGHTS**

1. All Members (except Associate Members) shall have equal voting rights on all matters coming before the membership. To exercise their voting right, the member dues must be current and in attendance at the meeting at which the issue is brought to a vote.
2. The officers and board members shall be elected annually by a majority vote of the members present at the regularly scheduled November meeting.
3. New WVV officers will assume their duties on the following January 1.

## **ARTICLE VII - MEETINGS**

The WVV will meet the second Thursday of every month, or at alternative times, with the time and location determined by the Board of Directors and announced in the newsletter, email or by direct mail.

## **ARTICLE VIII - OFFICERS**

1. **Titles:** The officers of the WVV shall be President, Vice President, Secretary, and Treasurer.
2. **President:** The President shall be the principal executive officer of the WVV. The President's duties include: Supervise and control all of the business and affairs of the WVV, conduct WVV meetings, and appoint and work with the various standing, subcommittees and Ad Hoc committees of the WVV.
3. **Vice President:** In the absence of the President, either due to inability or refusal to act, the Vice President shall perform the duties of President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice president shall be responsible for public relations, scheduling and overseeing the monthly program.
4. **Secretary:** The Secretary shall take and keep in proper order the minutes of the WVV meetings, and see that all notices are duly given in accordance with the provisions of these Bylaws or as required. The Secretary will also act as the WVV Historian. In general, the Secretary shall perform all duties incident to the office of Secretary.
5. **Treasurer:** The Treasurer shall collect all membership fees and all other monies belonging to the WVV. The Treasurer will be responsible for keeping current and accurate records of all monies that flow through the WVV and also for ensuring that a current roster of member is maintained. In general, the Treasurer shall perform all duties incident to the office of Treasurer. The Treasurer shall keep current the Business Registration with the Oregon Secretary of State and renew the filings as required by said office. Hence,

the Treasurer shall be the Authorized Representative for the WVV Club as defined by said office.

6. **Term of Office:** Each officer shall hold office for one year from January 1 to December 31. No person may hold the same office for more than two consecutive full terms, except for the Treasurer, who may hold office for unlimited consecutive full terms.
7. **Vacancies:** A vacancy in any office shall be filled by Presidential appointment with subsequent Executive Board confirmation. An individual filling the unexpired portion of a term will not be barred from being elected to an additional two consecutive terms.
8. **Removal:** Any officer elected or appointed may be removed when it is deemed that the best interests of the WVV would be served by such removal. This will be accomplished by a majority vote of the WVV's members who are present at the time of the vote, so long as at least 50% of the paid up participating members are present, and a recall or removal intent has been published in advance in the monthly newsletter.

## **ARTICLE IX - EXECUTIVE BOARD**

The Executive Board shall consist of the President, Vice President, Secretary, Treasurer, past president and two (2) members elected by the membership. In the event that a member is elected to serve two positions, an additional board member is elected to preserve the number of board members at seven (7). The Executive Board shall be charged with day-to-day conduct of the affairs of the WVV club and with making decisions on such matters which do not require a vote by the general membership. The President shall be Chairperson of the Executive Board. This Executive Board shall meet at least quarterly. The Executive Board shall be responsible for all assets acquired by the WVV.

## **ARTICLE X - COMMITTEES**

The President shall appoint special committees as needed and shall name the chairperson of each committee. Chairpersons shall make a report, either verbal or written, to the President, each quarter or as necessary.

## **ARTICLE XI - BOOKS AND RECORDS**

1. The WVV shall keep accurate and complete books and records of accounts and shall keep minutes of the proceedings of the regular monthly meetings and meeting of its Executive Board, and other committees as required by the President. The WVV shall keep a record of the names and addresses of its members entitles to vote.
2. All books and records of the WVV may be inspected by any member, their agent or attorney, for any proper purpose, with 30 days written notice.
3. WVV funds shall not be loaned to anyone for any purpose.
4. All WVV checks must be signed by a WVV officer who has bank authorized signing privileges.
5. Any expenditure over \$500.00 must have prior Executive Board approval.
6. Expenditures incurred by non Executive Board members must have prior approval of at least one Executive Board member.
7. Historical records are to be kept for the last three (3) years.  
Fiscal records are to be kept for the last five (5) calendar years.  
Capitol Outlay records are to be kept until the item is sold or discarded.

## **ARTICLE XII - INSURANCE, LEGAL AND FISCAL DISCLOSURES**

1. The WVV will have a third party liability insurance policy covering the organization and AAW members at all sponsored events.
2. The WVV does not assume legal liability for accidents that occur during any events sponsored or unsponsored.
3. The WVV and members of the Executive Board specifically disassociates itself from any debts, obligations or encumbrances of any of the WVV members.

## **ARTICLE XIII - AMERICAN ASSOCIATION OF WOODTURNERS**

1. The Willamette Valley Woodturners shall be a local chapter of the American Association of Woodturners (AAW) for the Mid Willamette Valley general area. While it is understood that AAW will provide advice and counsel, as requested, all local activities will be under the explicit direction and control of the Willamette Valley Woodturners and its officers.
2. All officers of the WVV shall be members in good standing of the AAW.
3. The AAW's national office will be notified in writing prior to the WVV incurring any indebtedness.

4. The American Association of Woodturners, Inc., specifically disassociates itself from any debts, obligations or encumbrances of the WVW. The Corporate Board of Directors of AAW is not responsible for the debts nor shares in the assets of the WVW.
5. The AAW does not incur any legal liability for accidents that occur during events of any kind sponsored or unsponsored by the WVW.

#### **ARTICLE XIV - AMENDMENTS**

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a vote of a simple majority of the WVW's members whose dues are current and that are present at the time of the vote on the issue. The proposed amendments shall be announced in the monthly newsletter and read at the meeting prior to voting. Corrections and clarifications made to these By-Laws shall not be considered as amendments. Copies of all modifications to these Bylaws will be filed with the national office of AAW within two months after the vote.

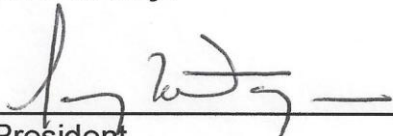
#### **ARTICLE XV - DISTRIBUTION OF ASSETS ON DISSOLUTION**

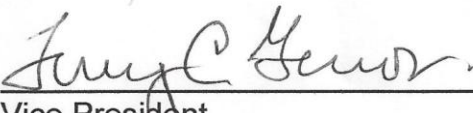
Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for the public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for the purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

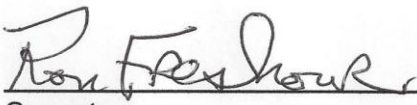
## ARTICLE XVI - ADOPTION OF BYLAWS

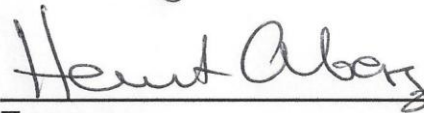
The original Bylaws for the WVV were voted on and adopted by a majority vote of the membership on May 8, 1997. Article III – “Association Address” and Article V – “Membership and Dues” were revised and adopted by a majority vote of the membership on May 11, 2006. A complete revision/restatement of the WVV Bylaws were voted on and adopted by a majority vote of the membership on March 10, 2011. This revision of the WVV Bylaws were voted on and adopted by a majority vote of the membership on January 14, 2016. On February 9, 2017 ARTICLE 1- NAME was edited and ARTICLE XV - DISTRIBUTION OF ASSETS ON DISSOLUTION was added per requirement of IRS and require no vote by the membership.

**Attested by:**

  
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President

  
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Vice President

  
\_\_\_\_\_  
Secretary

  
\_\_\_\_\_  
Treasurer

President	- Darcy Tataryn	(503) 551-7197
Vice President	- Terry Gerros	(503) 580-5013
Secretary	- Ron Freshour	(503) 871-4449
Treasurer	- Henrik Aberg	(408) 482-7355