

Bylaws Of Willamette Valley Woodturners

ARTICLE I - NAME

The name of 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 Club's mailing address shall be:
Post Office Box 151
581 Lancaster Drive SE
Salem, OR. 97317
2. For the purposes of official filings with the Oregon Secretary of State or other governmental agencies that require a physical address, the current Club president's address shall be used. The Club treasurer shall keep this information current with government offices that require it.
3. 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 its effective date.
4. The Club's mailing address shall be included in every edition of "*The Burl*", the club's monthly newsletter.

(Adopted by the membership Thursday, November 12, 2020 at the regularly-scheduled Club meeting)

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 WVW Member and/or any minor grandchildren living with a Member of WVW, 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 WVW club's regularly scheduled October meeting.
4. The WVW 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 WVW club member who has celebrated their 80th 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 WVW officers will assume their duties on the following January 1.

ARTICLE VII - MEETINGS

The WVW 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

Titles: The officers of the WVV shall be President, Vice President, Secretary, and Treasurer.

- 1. 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. The President shall also appoint a Membership Director, whose duties are described in section 6, below.
- 2. 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.
- 3. 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.
- 4. Treasurer: Duties. The Treasurer shall:**
 - collect all membership dues;
 - maintain current and accurate records of all receipts, disbursements and accounts of any sort that flow through or belong to the WVV;
 - develop and promulgate cash handling procedures that ensure accurate accounting of all club cash transactions;
 - maintain an accurate and detailed inventory of the physical assets of the club, and prepare an annual inventory report for the Board of Directors' first quarter meeting each year. The Treasurer shall obtain the assistance of other club members, as needed, to complete this inventory. The annual inventory report shall contain, at a minimum, detailed information about the type of asset, its approximate value or purchase price, if known, and its current location.
 - prepare a budget proposal for the Board of Directors first quarter meeting each year that provides, at a minimum, the following information:
 - The previous year's adopted budget and actual experience, in a form developed by the Treasurer and approved by the Board;
 - A proposal for the current year's operating budget for consideration and adoption by the Board;
 - Detail sufficient to track all income and expenditures by category (membership dues, equipment purchases, demonstrator fees, demonstrator expenses, etc.)

The Treasurer shall keep current the Business Registration with the Oregon Secretary of State, and shall renew these filings as required by said office. The Treasurer shall be the Authorized Representative for the WVV Club as defined by said office.

(Adopted by the Membership on November 12, 2020 at the Regularly scheduled Club meeting)

6. Membership Director: Duties The Membership Director is generally responsible for all Club matters that relate to developing and retaining members of the Club, and all activities involved with accurate membership record-keeping. To the extent that membership duties might involve financial transactions, the Membership Director and the Club Treasurer will work closely to ensure that the duties of each position are accomplished. The duties of the Membership director are generally defined in Appendix A of these bylaws, and this Appendix may be periodically modified by the Board in its administrative role.

7. 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.

8. 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.

9. Removal: Any officer elected or appointed may be removed when it is deemed that the best interests of the WVW would be served by such removal. This will be accomplished by a majority vote of the WVW'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 VIII adopted by the membership October 12, 2023 at the regular meeting of the Club. Section 4 of this Article adopted previously, as indicated.)

ARTICLE IX - EXECUTIVE BOARD

The WVW Executive Board shall consist of the President, Vice President, Secretary, Treasurer, Past President, Membership Director and one (1) member elected by the membership. In the event that a member is elected to serve two positions, an additional board member shall be elected to preserve the number of board members at seven (7). The WVW Executive Board shall be charged with day-to-day conduct of the affairs of the 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 WVW.

(Adopted by the membership October 12, 2023 at the regular meeting of the Club)

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 WVW 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 WVW shall keep a record of the names and addresses of its members entitled to vote.

2. All books and records of the WVW may be inspected by any member, their agent or attorney, for any proper purpose, with 30 days written notice.
3. WVW funds shall not be loaned to anyone for any purpose.
4. All WVW checks must be signed by a WVW 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 WVW will have a third party liability insurance policy covering the organization and AAW members at all sponsored events.
2. The WVW does not assume legal liability for accidents that occur during any events sponsored or unsponsored.
3. The WVW and members of the Executive Board specifically disassociates itself from any debts, obligations or encumbrances of any of the WVW 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 WVW shall be members in good standing of the AAW.
3. The AAW's national office will be notified in writing prior to the WVW 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.

APPENDIX A

Duties of the Membership Director

The WVV Board of Directors confers latitude on how the following important tasks are accomplished. Major changes in any of the tasks, or the technology used to complete them must first be approved by the Board. The Membership Director is encouraged to develop ideas and practices that increase Club membership. Where Board action or approval would help reach this goal, it should be obtained. This document is meant to provide an overview of the position, but might not include every task. It may be revised from time to time by the Board without a vote of the membership.

1. Attend and participate in Board meetings as scheduled by the Club President (generally quarterly).
2. Working with the Club's Board of Directors, develop ideas and programs to add new members to the Club and to maintain interest of existing members.
3. As needed, obtain assistance from the Club's membership to complete the tasks and perform the duties described in this document.
4. Keep the **WVV Picture Roster up to date** and accurate, with current member contact information. At least annually, purge inactive members from the **WVV Picture Roster**, and notify the Club Webmaster via email or hard copy of these deletions. Save the **WVV Picture Roster** in its original format and export a PDF copy which is automatically linked to the Club's website.
5. Keep the official Excel spreadsheet **Club Membership Roster** up to date and accurate with 'Paid/Not paid/New/Departed' members. This document is stored in Dropbox and is available to officers and others who need it in a "Read-Only" format. The Membership Director is the Primary editor and keeper of this file. An email list in the **Club Membership Roster** must also be kept up-to-date for Club-wide email message distribution.
6. Send out **Welcome messages** to new members,
7. **Notify the Webmaster** with new member information required to establish website login credentials.
8. **Print name tags** for existing members as they pay their annual dues. New nametags for every Club member are required annually, and shall be printed on stock of a different color than the previous year.
9. **Remind members** who have not paid their dues (by e-mail). **(This is a current requirement which will disappear with the new website),**
10. **Send flowers** to possibly abruptly departed member's spouses
11. Receive new membership forms from various sources, and using the information from the forms,
 - Create new entries in the Club membership spreadsheet (currently an Excel document, stored in Dropbox.) See #1, above.
 - Print new membership nametags, and distribute these to new members at the next Club meeting;
 - Photograph new members;
 - Create entries for new members in the club Picture Roster, and save this in proper formats linked to the Club's website;
 - Refine and implement mechanism for New Member Orientation to the Club.
 - Retain signed Parental Consent forms for Associate Members until they reach the age of majority. At the end of that calendar year, notify the Associate Member and the parent who authorized membership that the Associate Membership has lapsed and Adult membership is now required.
12. Coordinate and communicate with the Club Treasurer on any financial matter concerning membership.
13. Issue hard-copy cash receipts for all cash transactions, in accordance with current Club cash-handling procedures.

ARTICLE XVI - ADOPTION OF BYLAWS

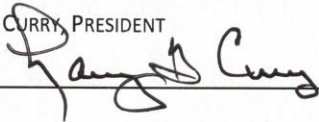
The original Bylaws for the WVW were voted on and adopted by a majority vote of the membership on May 8, 1997. Article III – “Association Address” and Article V – “Membership and Dues” were revised and adopted by a majority vote of the membership on May 11, 2006. A complete revision/restatement of the WVW Bylaws were voted on and adopted by a majority vote of the membership on March 10, 2011. This revision of the WVW 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.

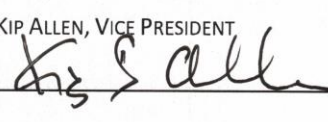
For the 2024 edition, revisions to specific sections of the Bylaws were voted on and adopted by the Membership on the dates listed within the applicable Article or Paragraph.

2024 OFFICERS OF THE WILLAMETTE VALLEY WOODTURNERS

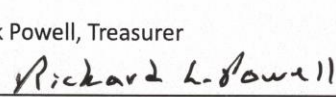
LARRY CURRY, PRESIDENT




KIP ALLEN, VICE PRESIDENT



Dick Powell, Treasurer



Chris Burke, Secretary



President	- Larry Curry	(503) 701-6624
Vice President	- Kip Allen	(503) 580-6743
Secretary	- Chris Burke	(503) 508-9126
Treasurer	- Dick Powell	(541) 752-3984