

**BYLAWS OF PUEBLO WOODTURNING CLUB (PWC)
A CHAPTER OF THE
AMERICAN ASSOCIATION OF WOODTURNERS, INC. (AAW)
A NONPROFIT CORPORATION**

ARTICLE I - ORGANIZATION AND LOCATION

PWC is organized as a forum for individuals interested in woodturning and was formed on March 26, 2003. The primary purposes of PWC are consistent with the fundamental purposes of AAW, "to provide Information, Education and Organization to those interested in turning wood." The membership is drawn from Pueblo, Colorado and surrounding towns.

ARTICLE II – OFFICE

The principal office of this Chapter will be located at the address of the club contact currently listed with the AAW.

ARTICLE III - RELATION OF PWC TO AAW

General Members of PWC are members in good standing of 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 activities of PWC is determined by PWC.

Demonstrations, while part of the normal activities of PWC, are to be conducted solely at the discretion of the Board of Directors of PWC and 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 PWC 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 or 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 PWC and AAW. Only General Members may hold office or conduct demonstrations.

Family Members - All members residing at the same address and in good standing of both PWC 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 25. Student Members under the age of 18 must be accompanied to meetings and activities by parents or guardians who are General Members of PWC. The student 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 will be non-voting members.

Honorary Members – General Members who have served PWC 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 PWC.

Membership Fees - The fees for membership in PWC will be periodically reviewed and determined by the Board of Directors. The fee structure will be set to encourage membership in the AAW and will be reported to the membership by the Board of Directors in the July edition of the newsletter. Fees will be payable at the beginning of the fiscal year, which for PWC will run from January through December. Fees for new members will be payable at the time of joining. Members joining after the October meeting shall be considered to have paid for the following year.

Fees for membership in AAW are separate from those for PWC and are to be paid by each member directly to the AAW, either by using their online system or a mail-in membership form, which can be acquired from the club Secretary or from the AAW website.

ARTICLE VI - MEETINGS

PWC will hold their general membership meeting normally on the second Wednesday of every 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 the club newsletter, or on the club Website.

ARTICLE VII – OFFICERS

A. Board of Directors: PWC Board of Directors shall be composed of the four elected officers - president, vice-president, secretary and treasurer - and five elected Directors at Large from the membership. All Directors of PWC agree to be members in good standing of the American Association of Woodturners, Inc. Directors shall be elected for a term of two years. Terms of office for at-large directors should be staggered to enhance continuity. (Initially three directors will be elected for a two year term, and the other two for one year.) 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 the General Members at a scheduled meeting. Elections shall have been announced at a preceding meeting and through e-mail, phone or mail to the membership.

B. Officers: The officers of this chapter shall be a President, a Vice President, a Secretary and a Treasurer. Officers will be elected annually by a majority vote of the General Membership. Each officer shall hold office for one year unless reelected. The Board of Directors shall normally meet each month 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.

C. Appointed 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 should appoint a Program Director, a club Librarian and a Newsletter Editor. The President is empowered to remove, replace and/or terminate temporary positions with notice to, or discussion by, the membership, or the Board of Directors.

D. Removal: The membership may remove any elected Directors when it is deemed that the best interests of PWC would be served by such removal. Removal will be accomplished by a majority affirmative vote of General Members attending a meeting. The vote shall be announced at a regularly scheduled meeting, and through contact by the club website or by a mailing from the Board of Directors. Voting will be made by secret ballot at a regularly scheduled meeting.

E. 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 to an office will be decided by a majority vote of General Members at a regularly scheduled meeting.

F. President: The President shall be the principal executive officer. The duties of President include but are not limited to supervision and presiding over the business and affairs of PWC, call or cause to be scheduled meetings of the Board of Directors and general membership meetings, appoint committees with the approval of the Board of Directors, preside at all meetings except committee meetings, which are presided over by the Vice President.

G. 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 Vice President shall perform the duties of the President. When so acting, the 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 Vice President shall perform as chairperson for all committees. The Vice President shall perform such other duties as may be assigned by the President.

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. The Secretary shall see that notices are duly given to members as required by the by-laws and shall maintain the official records including a current copy of the by-laws. 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. 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.

J. Treasurer: The Treasurer shall collect all membership 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 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. A second person should be authorized to sign checks/drafts or make deposits in the absence of the Treasurer, or in the event of the Treasurer's death, inability to serve, or refusal to act. Two signatures should be required for check expenses over \$400.00.

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 volunteer or propose members for consideration by the Nominating Committee.

ARTICLE IX - INDEBTEDNESS

All functions of PWC are on a cash basis. PWC may not incur any debt through the actions of the officers or any of its members.

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, 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 a Local Chapter. PWC specifically disassociates itself from any debts, obligations or encumbrances of the American Association of Woodturners. The Board of Directors of PWC is not responsible for the debts or shares in the profits of the American Association of Woodturners. PWC 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, PWC will utilize insurance available through and required by AAW. All demonstrators from PWC must be General Members to be covered by insurance. Demonstrators that are not members of PWC must be members in good standing of AAW or 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 PWC casting ballots at a meeting of the members. Printed proposed changes to these bylaws shall be provided to the membership at a regularly scheduled meeting at least one month in advance of the meeting at which the vote will be taken. Members absent at this meeting will be e-mailed or mailed copies of the changes. Copies of all modifications to these bylaws must be filed with the Administrative Office of the AAW.

ARTICLE XIII - MEMBER NOTIFICATIONS

Annually, in the January edition of the newsletter, the membership shall be notified of the following information:
The name, address and phone number of each of the elected officers.
The primary and correspondence mailing addresses of PWC
The membership fee structure.

ARTICLE XIV - QUORUM AND ORDER OF BUSINESS

A Quorum shall consist of a majority 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 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, Revised 10th Edition shall be consulted.

ARTICLE XV - BOOKS AND RECORDS

The books and records of PWC shall be made available to the General Membership for inspection, with the consent of the majority of the Board of Directors.

ARTICLE XVI – INDEMNIFICATION

PWC 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 PWC by reason of the fact that the individual is or was an officer, employee, member or agent of PWC, or is or was serving at the request of PWC, 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 PWC and with respect to any criminal proceedings, if the individual had no reasonable cause to believe that the conduct was unlawful.

ARTICLE XVII – ACCEPTANCE OF AFOREMENTIONED BYLAWS

The original Chapter organizer was: Richard Booth
Address: 40 Caledonia Rd. Pueblo, Colorado 81001

Bylaws amended, redrawn, and adopted on: September / 10 / 2008.

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

_____	_____
Date:	President
_____	_____
Date:	Vice President
_____	_____
Date:	Secretary
_____	_____
Date:	Treasurer