



Hands On Woodturners, Inc.

CHAPTER BYLAWS

Executive Officers signed initials: _____

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ARTICLE I: NAME AND LOCATION

Section A: Name

The name of the organization shall be Hands on Woodturners, Inc. (Chapter) a Non Profit Corporation. The official acronym of the Chapter shall be HOW.

Section B: Location

Hands on Woodturners, Inc. exist to serve individuals interested in, or participating in, the woodturning craft in west central Florida. The Chapter's principal office shall be located at the address of the current Chapter President. Other officers may have differing addresses.

ARTICLE II: NATIONAL AFFILIATION

Founded in 1999, Hands on Woodturners, Inc. is a chapter of the American Association of Woodturners (AAW) a 501(c)(3) Nonprofit Corporation. The AAW requires that all officers be members in good standing of the AAW. While it is understood that the AAW will provide advice and counsel, as requested, the Chapter shall determine the nature and extent of such advice and counsel. All Chapter socials, meetings, and workshops shall be approved and conducted solely at the discretion of the Chapter Board. All safety policies and instructions are to be under the Board's explicit direction and control. The AAW specifically disassociates itself from any debts, obligations, or encumbrances of the Chapter, and shall have no legal or financial responsibility in the affairs of the Chapter.

ARTICLE III: PURPOSE

The purposes of the Chapter shall be to:

1. Provide a location where members can gather for general meetings, special meetings and social events;
2. Create opportunities for member participation and involvement in Chapter activities and leadership;
3. Schedule monthly membership meetings that promote member interaction, safe woodturning practices and opportunities to expand their woodturning knowledge and skills;
4. Provide opportunities that increase the interest and skills of members of all levels of competency and experience;
5. Maintain a member library utilizing videos and publications;
6. Establish a venue for members to display their work that allows for critique and the sharing of woodturning ideas and techniques;
7. Provide an opportunity at monthly meetings for the exchange of wood and other woodturning materials and tools;
8. Designate woodturning mentors to members who are new to woodturning or want to learn a new technique. Mentors shall be approved by the Board and be members of the AAW.

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ARTICLE IV: MEMBERSHIP

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Section A: Qualifications

A person with an interest in woodturning may become a regular member of Hands on Woodturners, Inc. Membership shall be contingent upon the receipt of a completed membership form and payment of dues as provided in Article VI.

Section B: Categories

The Chapter shall have the following categories of membership:

1. Regular membership shall be open to any one person 18 years of age or older who is interested in or practices woodturning. Regular members:
 - a. May hold office;
 - b. Have full voting rights;
 - c. Have the privilege to discuss and present issues to the chapter at meetings;
 - d. May participate in all Chapter activities.
2. Family membership shall be open to any person(s) 18 years of age or older who reside in the same household as the regular member. Family members:
 - a. May attend membership meetings, social events, public relations functions, and entertainment functions;
 - b. May not vote, hold office, nor hold the floor in discussions of Chapter business.
3. Associate membership shall be open to any person less than 18 years of age, with an interest in woodturning, and sponsored by a regular member. Associate members:
 - a. Shall be exempt from the payment of any dues or fees;
 - b. May attend membership meetings, social events, public relations functions, and entertainment functions;
 - c. May not vote, hold office nor hold the floor in discussions of Chapter business.
4. Lifetime membership honors those regular chapter members that have contributed to the Chapter in an exemplary manner. Members nominated for this status shall be reviewed by the Board and requires a unanimous vote of the full Board to attain Lifetime membership. Lifetime members shall have all the rights of regular members but shall be exempt from the payment of dues.

Section C: Member Responsibilities

All regular members shall be entitled to all rights and privileges of Hands on Woodturners, Inc., and shall share in its responsibilities. These responsibilities shall include support of the Chapters purposes and make constructive contribution to its program, activities and leadership.

Section D: Removal of Member

Any member may be removed with just cause, at any time, by a majority vote of the full Board at the special meeting called for that purpose. Their name shall be removed from the membership listing, and shall not receive future Chapter information by newsletter, email, or direct mail.

ARTICLE V: FISCAL YEAR

The fiscal year of the Chapter shall be the calendar year of January 1 through December 31. The fiscal year may be changed by a unanimous vote of the full Board.

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ARTICLE VI: DUES AND FEES

Section A: Regular Member Dues

Regular membership dues and fees shall be established by the Board prior to the beginning of each calendar year. New members joining after July 1 shall pay dues equal to 50% of the annual dues for the balance of the year. Any

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changes in dues and/or fees shall be sent to members 60 days prior to the start of the New Year by newsletter, email, or direct mail.

Section B: Family Member Fee

In addition to the regular member's dues, a fee of 50% of a regular members dues shall be paid by the regular member for each household member added to their membership. Each family member added after July 1 shall pay a fee of 50% of that fee for the balance of the year.

Section C: Renewal

Members not paying their annual dues by January 31 shall have their name removed from the membership listing, and shall not receive future Chapter information by newsletter, email, or direct mail.

ARTICLE VII: MEETINGS

Section A: Frequency

Member meetings shall be held each month with the time and location determined by the Board and announced by newsletter, email, or direct mail.

Section B: Special Meetings

Special meetings may be called by the Board. Also, upon written request of 25% of regular members, the Board shall call a meeting to discuss a specific subject. Notice of a Special Meeting shall be announced no less than ten days prior to the meeting by newsletter, email, or direct mailing. The notice shall show the date, time, and place of the meeting and shall include the specific subject and a proposed agenda.

Section C: Quorum

The presence in person, or by proxy, of 25% of the members, entitled to vote, shall be necessary to constitute a quorum for the transaction of business. Members are entitled to vote only if their current dues have been paid.

Section D: Proxies

Members entitled to vote at any regular or special meeting may vote by proxy. A proxy shall be in writing and presented to the Chapter President prior to the specific vote and is revocable at the pleasure of the member executing it.

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ARTICLE VIII: BOARD OF DIRECTORS

Section A: Responsibilities

The Board of Directors (Board) shall be the governing body of the Chapter, and shall have all powers necessary to conduct the business of the Chapter as a Nonprofit Corporation, which are consistent with these bylaws and applicable Nonprofit Organization Federal I.R.S Codes and State requirements. The Board shall nominate officers for special positions as required.

Section B: Members

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The Board shall consist of five members: the four elected officers current serving and the immediate past President. If the past President is not available to serve, the Board shall appoint a Member at Large as the fifth member of the Board. The Chapter shall provide Board members with AAW membership while serving on the Board.

Section C: Term of Office

Board officers shall hold office for a term of two years.

Section D: Meetings

The Board shall hold regular monthly meetings. If necessary, a special meeting of the Board shall be held within 30 days following the election of Officers to appoint a Member at Large to the Board. The President may, when deemed necessary or at the request in writing of three Board members, call for a Special meeting. Written notification of quarterly and special meetings shall be provided to all Board members no less than three days before the appointed date for the meeting.

Section E: Quorum

Three members of the Board shall constitute a Quorum. A minimum of a majority vote of the Board shall be required to determine an affirmative vote.

Section F: Vacancies

Whenever any vacancy occurs on the Board it shall be filled without undue delay by a majority vote of the remaining Board. The appointment election shall be held no later than 60 days after the occurrence of the vacancy. The person so chosen shall hold office for the remainder of the term of the Board member to be replaced.

Section G: Annual Reports

Within 60 days after the end of the fiscal year, the Board shall furnish a written report to all regular members containing the following information:

1. The assets and liabilities as of the end of the of the fiscal year;
2. The principal changes in assets and liabilities during the fiscal year;
3. The revenue or receipt during the fiscal year;
4. The general expense and disbursements during the fiscal year.

Section H: Removal

Any Board member or Officer may be removed with just cause, at any time, by a majority vote of the full Board at the special meeting called for that purpose.

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ARTICLE IX: OFFICERS

Section A: Positions

The Officers of the Chapter shall be a President, a Vice President, a Secretary, and a Treasurer, each of whom shall be elected by the majority vote of regular members. The same person may hold no more than one office at any one time.

Section B: Term of Office

Officers shall hold office for a term of two years.

Section C: Qualifications

Any regular member, whose dues are current, may be nominated by the Board or membership.

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Section D: Election:

Nominations for elected office for the upcoming term shall be opened at the regular Chapter meeting in October prior to the expiration of the current term of office. Election of officers shall be held at the following Chapter meeting in November. The elected officers term of office shall begin the following January 1.

Section E: Responsibilities

The responsibilities and duties of Chapter Officers shall include, but not limited to, the following:

1. President

The President shall:

- a. Be the chief executive officer of the Chapter;
- b. Chair all meetings of the Board, monthly membership meetings, and special meetings;
- c. Be authorized to make deposits and withdrawals of Chapter funds for Chapter purposes;
- d. Have the power to enter into and sign contracts in the name of the Chapter;
- e. Have the authority to make committee appointments;
- f. Coordinate the appointment and actions of an Audit Committee, as required;
- g. Perform such other duties as are necessarily incident to the office of President.

2. Vice President

The Vice President shall:

- a. Perform the duties of the President when the President is absent or unable to act;
- b. Chair the activities of the Program Development Committee;
- c. Perform such other duties as are necessarily incident to the office of Vice President or as assigned by the President.

3. Secretary

The Secretary shall:

- a. See that all notices are duly given in accordance with the provisions of these Bylaws;
- b. Attend and keep minutes of all meetings of the Chapter, its Officers, and its Board. Copy of all minutes shall be provided to each Board member within 14 days of the meeting;
- c. Be the custodian of Chapter records. Records shall be retained for ten years;
- d. Keep and maintain an accurate membership listing that, at a minimum, records each regular, lifetime, and associate member’s name, address, phone number, email address, and type of membership;
- e. Provide for a record that records each members attendance at regular and special meetings;
- f. Perform such other duties as are necessarily incident to the office of Secretary or as assigned by the President.

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4. Treasurer

The Treasurer shall:

- a. Keep accurate financial records for all monies that flow through the Chapter;
- b. Provide Board members a month end and year to date summary of income and expenses;
- c. Collect and disburse Chapter monies;
- d. Keep accurate records of membership dues and fee payments and provide copy to the Secretary of any revisions;
- e. Provide required annual reports to the State of Florida Division of Corporations;
- f. Provide financial reporting to the U.S IRS as required by the Nonprofit requirements of the Corporation.
- g. Perform such other duties as are necessarily incident to the office of Treasurer or as assigned by the President;

ARTICLE X: STANDING COMMITTEES

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The President shall appoint Chairpersons (Chair) for each standing committee. The Committee Chair shall serve at the pleasure of the President. Working with the President, the Chair shall recruit from the membership two to five individuals who have an interest in serving the Chapter as committee members.

Section A: Program Development Committee

The Vice President shall be the Chair of this committee. Primary responsibility shall be to develop and sustain programs that provide Chapter members with learning opportunities that advance their woodturning knowledge and skills. The following shall be included in the committee's responsibilities (but not limited to):

1. Recruit AAW qualified demonstrators for monthly meetings and periodic workshops;
2. Maintain a listing of demonstrators that includes a brief profile, contact information and, the date(s) of demo presentation;
3. Assure that all the necessary wood for demonstrations and workshops is available and prepared;
4. Maintain a mentoring program that utilizes Chapter members to help others improve their skills;
5. Sustain current activities such as Show & Tell and Sawdust Sessions.

Section B: Membership Development Committee

Primary responsibility shall be to develop, manage and sustain activities that provide for membership growth, the participation of membership involvement on Committees and as members of the the AAW. The following shall be included in the committee's responsibilities (but not limited to):

1. Community outreach activities that promote woodturning and our Chapter;
2. The placement of articles and advertisements in local publications;
3. Encourage members to invite individuals with an interest in wood working or woodturning to attend a monthly Chapter meeting;
4. Highlight to Chapter members the benefits of AAW membership.

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Section C: AV and Website Development Committee

Primary responsibility shall be for the planning, development, and management of our audio visual and website activities. The following shall be included in the committee's responsibilities (but not limited to):

1. Maintaining an inventory of equipment;
2. Responsibility for the maintenance, set-up and operation of AV equipment;
3. Recruiting and training designated members as AV operators;
4. Managing and maintaining the Chapter's website;
5. Recruiting a Chapter webmaster and training a member as an alternate;
6. Reviewing improvements for our AV equipment and website software and make recommendations to the Board for the benefits and cost of suggested improvements.

Section D: Member Resource Committee

Primary responsibility shall be for the planning, development, and management of Chapter resources available to members. The following shall be included in the committee's responsibilities (but not limited to):

1. Maintain a library that includes publications, videos, and other types of media;
2. A library type system shall record the addition of new material and provide records of member removal and return of material;
3. Collect any appropriate fees and provide them to the Treasurer;

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4. Develop and maintain a means of introducing members to the materials available online through their AAW membership.

ARTICLE XI: BYLAW REVISIONS

Revisions, amendments or replacement of these bylaws shall be approved by the Board and then distributed to regular members no later than ten days prior to a membership vote to approve or reject the Board's recommendations. At the time of the vote a quorum of 25% of members entitled to vote will be required. An affirmative approval shall require a majority vote. Distribution to members shall be by newsletter, email, or direct mail.

ARTICLE XII: INSURANCE

The Chapter shall utilize insurance available through the AAW and additional insurance as authorized by the Board. All demonstrators and attendees at Chapter events approved by the Board shall be covered by appropriate insurance.

ARTICLE XIII: NONDISCRIMINATION

Hands on Woodturners, Inc. shall not discriminate in the conduct of its programs and activities, against any person on the basis of age, race, color, creed, gender, national or ethnic origin, sexual orientation, or physical or mental disability, so long as the individual, through his or her own effort, is able to participate in the program or activity.

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ARTICLE XIV: INDEMNIFICATION

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

ARTICLE XV: DISOLUTION

Section A: Procedure

The Corporation shall be dissolved according to the procedures outlined in the Florida Nonprofit Corporation regulations.

Section B: Distribution of Assets

After the liabilities of the Corporation have been discharged or provided for, the Corporation's remaining assets shall be distributed as specified by the applicable 501(c) Nonprofit Corporation Code of the Internal Revenue Services in effect at the time of dissolution.

Executive Officers signed initials: _____

APPROVAL

We, the undersigned, Board of Hands on Woodturners, Inc., consent to, and hereby adopt the foregoing Bylaws, consisting of the eight inclusive pages, as the Bylaws of this corporation.

Adopted and Approved by the membership on the 10 day of February, 2024.

Henry Norwell, President

Peter Jarmosevich, Treasurer

Ron Imrie, Vice President

Linda Johnson, Secretary

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