

## BYLAWS

### PRESCOTT AREA WOODTURNERS

#### Article I – Organization and Name

The organization shall be known as the Prescott Area Woodturners, a non-profit Association operating as an affiliate chapter of the American Association of Woodturners, a non-profit corporation domiciled in the State of Minnesota.

#### Article II – Purpose

Section 1. The purpose of the Prescott Area Woodturners, hereafter referred to as PAW, shall be to inform , educate and foster the art and craft of lathe-turning for its members, educational institutions and the interested general public. This shall be accomplished by providing demonstrations, technical assistance and education at regular and special meetings, art and craft shows, schools or other venues.

Section 2. – PAW may, from time to time, participate in arts and craft show, gallery or other exhibits in order to provide individual members the opportunity to display and or sell their woodturnings for their individual account. PAW will only receive compensation to cover incurred expenses.

Section 3. – PAW may, from time to time, conduct or participate in, fund raising activities for the purpose of providing funds for supplies, equipment or other general operating expenses for the benefit of the PAW membership.

#### Article III – Membership

Section 1. Membership in PAW shall be open to any person interested in the stated purpose of the organization upon payment of the currently established dues.

Section 2. Dues shall be on a calendar year basis and shall be established by the Board of Directors.

Section 3. Membership renewal becomes payable in October. Should renewal of membership dues not be paid by end of calendar year, the member will be dropped from the rolls on February 1st.

Section 4. Membership in the American Association of Woodturners is not requirement for PAW membership, except for Directors and Officers, who must currently or subsequently to their election, hold and maintain such membership.

## Article IV – Meetings

Section 1. Meeting of the membership shall be held on a regular basis at a time, place and frequency fixed by a consensus of the membership. Meeting dates, time and place may be changed by the Board as required in order to accommodate special programs or circumstances, providing the membership has been given prior notification. The member present at any regular or special meeting shall constitute a quorum.

Section 2. The regular meetings of the Board of Directors shall be held on a monthly basis at a time and place agreed upon by the Board. The Board may hold special meetings as required. A majority of the members of the Board shall constitute a quorum at any regular or special meeting.

## Article V – Board of Directors

Section 1. The control and conduct of the business of PAW shall be vested in the Board of Directors, subject to provisions set forth in other sections of these bylaws. The Board shall also determine the operating policies of PAW. The Board will be comprised of Elective and Appointive members.

- 1a. Elective: President, Vice President, Secretary, Treasurer and Program Chair.
- 1b. Appointive, by a majority vote of the Electives member: Newsletter Editor, Sales Chair and two Members-at-large, of which one shall act as Membership Chair
- 1c. The Immediate-Past-President is ex-officio.

Section 2. Removal. Any Director may be removed due to non-performance or non-attendance by affirmative vote of the majority of Directors.

Section 3. Resignation. Any Director may resign at any time by giving written notice to the President.

Section 4. Filling Vacancies. Any vacancies due to any reason may be filled to complete the unexpired term of the resigned or removed Director by affirmative vote of majority of Directors.

## Article VI – Duties of Officers

Section 1. President. The President shall preside at all meetings of the membership and the directors. The President shall direct and administer the affairs of PAW as its executive head. The President may appoint special committees as required. The President shall perform all other duties associated with that office.

Section 2. Vice President. The Vice President shall assist the President in carrying out the latter's duties and shall preside in the absence of the President. In the event the office of President should become vacant, the Vice President shall become president for the unexpired term.

Section 3. Secretary. The Secretary shall keep a record of all proceedings of the membership and Board of Directors. The Secretary shall be responsible for, and maintain original and subsequent copies of the bylaws and other documents pertaining to the operation or organization of PAW. The Secretary shall maintain a current roster of the membership.

Section 4. Treasurer. The Treasurer shall have custody of PAW's funds and shall disburse funds as instructed by the Board of Directors or approved by action of the membership. The Treasurer shall prepare reports for meetings of the Board of Directors and general membership.

Section 5. Program Chair. The Program Chair shall arrange and coordinate demonstrations for the regular or special meetings of the membership as required.

Section 6. Newsletter Editor. The Newsletter Editor shall prepare a monthly newsletter , or as directed by the Board of Directors, for distribution to the membership.

Section 7. ~~Sales Chair~~. The Sales Chairman shall be responsible for PAW sponsored sale events including registration and contact with the event organizer, preparation and conduct of sales

Section 8. Membership Chair. Membership Chair shall collect dues, issue membership cards, issue name tags, and maintain a current roster of the membership, maintain attendance records for meeting or special events. Membership Chair shall liaison with Yavapai Community College, and seeks opportunities to promote PAW and recruit new members.

Section 9. Members-at-large. Members-at-large shall perform duties as assigned.

## Article VII – Elections

Section 1. All Officers and Direction shall be elected for a one year term but may be reelected for an indefinite number of terms.

Section 2. Candidates shall be selected by a consensus the membership. All elections shall be viva voce unless there is more than one candidate for an office, in which case the election shall be by ballot. A plurality of members present shall elect.

Section 3. The term of office for Officers and Directors shall be from January 1 through December 31. In order to meet the annual AAW Directory publishing date, elections may be held at any regular meeting of the membership prior to December 1.

#### Article VIII – Finance

Section 1. The Board shall have authority to disburse funds, approved by a majority of the Directors, for an amount up to and including \$400.

Section 2. Disbursements in excess of \$400 shall require recommendation by the Board and approval by a majority of the membership in attendance at a regular or special meeting unless the expenditure is part of a previously approved program, project or event. This would include, but not limited to, equipment and special guest demonstrations.

Section 3. Checks shall require a single signature in the following order: first, by the Treasurer, or second if the Treasurer is unavailable, the President; or third if the President is unavailable, the Vice President.

#### Article IX – Compensation

Section 1. No Officer or Director shall receive compensation for the performance of their duties.

Section 2. By prior approval, expenses incurred by any member for the benefit of PAW shall be reimbursed.

Section 3. The Board may establish a policy of providing an honorarium for members or guest demonstrators.

#### Article X – Dissolution

In the event of the dissolution of PAW all financial and physical assets shall be donated to one or more recognized non-profit organizations as specified by the Board.

#### Article XI – Fiscal Year

The fiscal year for PAW shall begin on January 1 and end on December 31.

#### Article XII – Amendments

The Bylaws may be amended by a proposal by the Board and ratification by a two-thirds vote of the membership present at a regular meeting.

#### Article XIV –Rules

The rules contained in the current edition of “Robert’s Rules of Order” shall govern the conduct of PAW in all cases in which they apply, and in which they are not inconsistent with the Bylaws or special rules of order of this organization.

~~Revised October 13, 2012~~  
Revised September 13, 2014