

**By-laws, Northeastern Woodworkers Association**  
**March 14, 2013**

I. NAME and ADDRESS - The name of this organization shall be the NORTHEASTERN WOODWORKERS ASSOCIATION; its address is Box 246, Rexford, New York 12148.

II. PURPOSE - The purpose of the Association shall be to advance the arts and crafts of fine woodworking through education, programs and activities focused upon the sharing of knowledge, skill and experience of woodworkers and the utilization of such knowledge, skill and experience to provide educational and community services.

III. MEMBERSHIP

- A. Regular members: Any person interested in fine woodworking will be accepted as a member of the Association by applying for membership and paying the annual dues.
- B. Other members: Other categories of membership may be established by the Board of Directors.
- C. Dues: Annual dues for each category of membership shall be set by the Board and reviewed each year.

IV. GOVERNANCE - The Association shall be governed by its Board of Directors which sets policy and carries the ultimate responsibility for the affairs of the Association.

- A. The Board of Directors shall be comprised of
  - 1. the elected officers of the Association,
  - 2. the chairs of the standing committees appointed by the President,
  - 3. the Executive Secretary,
  - 4. a representative selected by any Special Interest Group which, by a majority vote of its members, chooses to be represented on the Board and
  - 5. a representative selected by each Association Chapter.
- B. Officers - There shall be a President, a Vice-president who is also the President-elect, the immediate Past President, a Secretary and a Treasurer. The President shall serve for a term of one year and directly then for a term of one year as Past President, following which he/she shall not be eligible for elective office for a period of one year. The Vice-president shall serve for a term of one year and then shall succeed to the office of President. Both the Secretary and the Treasurer shall serve for terms of two years, but with their terms staggered in alternate years. Vacancy of the office of Vice-president, Secretary, or Treasurer shall be filled for the remainder of the term by appointment by the President.
- C. Duties of Officers
  - 1. The President shall preside at all meetings of the Association and of the Board. He/she shall exercise general supervision of the affairs of the Association, and with Board concurrence, appoint the Executive Secretary and the chairs of the standing committees and of such ad hoc committees as the Board may establish. All appointments shall be for a term of one year. Reappointments shall be unlimited.
  - 2. The Vice-president shall be Program Chairman for the Association and, in the absence or incapacity of the President, perform the duties of the President.
  - 3. The Secretary shall keep records of meetings of the Board of Directors, maintain current lists of officers and committee members and perform the duties ordinarily associated with the offices of secretary.
  - 4. The Treasurer shall receive and disburse the funds of the Association and in general be responsible for the conduct of its financial affairs. Each year the Treasurer shall prepare a budget of projected income and expenses and prepare a report on the financial condition of the Association for acceptance of and distribution to the Board. The Treasurer shall also prepare or cause to be prepared an annual financial statement and file any required government reports.
  - 5. The Past President shall serve as special adviser to the Board and may accept appointment as chair or member of Association committees.
- D. Election of Officers
  - 1. Two months before the Annual Meeting, the President shall appoint a Nominating Committee made up of at least three members, one of whom, the Vice-president, shall serve as chair. From the membership in good standing, this committee shall select one candidate for each of the offices to be
  - 2. filled and from each obtain his/her acceptance of nomination. Names of the nominees shall be communicated to the Newsletter Editor so the membership may be informed at least ten days in advance

- of voting at the Annual Meeting. Members at the meeting may offer additional candidates, providing each candidate proffered has given assurance of serving if elected.
3. Voting at the meeting shall be by voice vote, by show of hands, or by written ballot, as determined at the meeting.
  4. Each winning candidate must receive at least a plurality of the votes cast for that office.
  5. Winning candidates take office at the conclusion of the Annual Meeting.
- D. Executive Secretary - An executive secretary annually shall be appointed by the President, with the concurrence of the Board, to carry out the administrative functions of the Association. These duties shall include:
1. assist the President in the preparation of an agenda for Board meetings,
  2. notify members and Directors of meetings of the Board of Directors,
  3. liaison with the standing committee chairmen during the period between Board meetings,
  4. coordinate activities of the Association which do not naturally fall into the province of the standing committees,
  5. serve as contact between the Association and the woodworking world, and
  6. perform day-to-day administrative details necessary to the operation of the Association.

#### V. STANDING COMMITTEES

- A. The Program Committee, chaired by the Vice-president, shall be responsible for the format and content of each of the regular meetings of the Association.
- B. The Publications Committee shall be responsible for publication of a periodic newsletter for the membership, maintenance of the Association websites and preparation of such additional items or periodicals as may be appropriate to the functioning of the Association. The Publications Committee shall include the publications editor, website editor and webmasters.
- C. The SHOWCASE Committee shall be responsible for planning and production of an annual woodworking show with the general knowledge and concurrence of the Board.
- D. The Membership Committee shall be responsible for the maintenance of current membership lists, for providing mailing labels to the Publications Committee and such other activities for which the Association may have need. The committee shall assist the Treasurer in maintaining accurate records of dues payments, provide an annual membership directory and carry out those activities which would make membership records an asset to the functions of the Association.
- E. The Library Committee shall be responsible for obtaining and maintaining publications and other audio-visual material bearing on the arts and crafts of fine woodworking which are judged to be of broad interest to the membership.
- F. The Fiske Education Fund committee shall be responsible for administering the Fiske Education Fund as specified in Section XI. are designed to advance the woodworking knowledge and skills of its members, students, and the general public.
- G. The Hospitality Committee shall be responsible for providing an atmosphere at Association meetings which encourages members to become acquainted and learn of the interests and talents of fellow members.
- H. The Association Historian shall be responsible for preserving such records of Association activities as will make it possible to accurately trace the development of the Association and its impact on woodworkers and the community.
- I. The Learning Center Operations Committee (LCOC) will coordinate shop equipment, shop supplies, and the general inventory of materials within the NWA Learning Center. The LCOC will be responsible for providing guidance concerning woodworking safety.
- J. The Publicity Committee shall be responsible for communications and activities designed to inform the general public or selected groups concerning the programs and functions of the Association.
- K. Chairs of all committees (with the exception of the Program Committee) shall be appointed by the President with the concurrence of the Board and shall serve until a successor is appointed. Members of each committee shall be appointed by the respective chair, with the approval of the President and serve during the tenure of that chair.

VI. AD HOC COMMITTEES - Committees for specific purposes and of limited tenure may be established by the Board or by the President, with the concurrence of the Board, for any purposes consistent with the purpose of the Association.

## VII. MEETINGS

- A. General meetings of the membership shall be held on a schedule established by the Board. The necessary business of the Association shall be conducted at these meetings under established rules of order. These meetings shall otherwise consist of such features, supportive of the purpose of the Association, as the Program Committee may provide.
- B. The Annual Meeting shall be held in May of each year for election of new officers, and for such other business as Association members in good standing or the Board may wish to consider.
- C. Meetings of the Board of Directors shall be held at least five times a year at such times and places as the President or at least four Directors may decide. Five Directors, including at least one of the elected officers, shall constitute a quorum for meetings of the Board.

VIII. QUORUM - Those members present at regular membership meetings shall constitute a quorum.

## IX. FISCAL MATTERS

- A. The fiscal year of the Association shall start on September 1 and end on the succeeding August 31.
- B. The official bank of the Association shall be designated by the Board. Only the Treasurer and the Executive Secretary may conduct Association business with that bank.
- C. An annual audit of the financial records and practices of the Association shall be made by an auditor appointed by the Board, and reported at the Annual Meeting.
- D. No Board member or appointee shall commit to the expenditure of funds not covered by an approved budget without prior approval of a committee made up of the President, Treasurer and the Executive Secretary.

## X. BENEFITS AND DISSOLUTION

- A. Net income received from activities conducted or sponsored by the Association, or assets given to it, shall be applied to the operation of the Association and the support of its purpose. No asset of the Association shall inure to the pecuniary benefit of any member.
- B. In the event of the dissolution of the Association, the Board of Directors, after payment of all debts and obligations, shall distribute the remaining assets to such organization(s), which will pursue the purpose of the Association.

## XI. THE FISKE EDUCATIONAL FUND

- A. The Fiske Educational Fund is for educational purposes and is dedicated to the furtherance of woodworking by granting educational awards. The grants will provide the recipients with the opportunity to increase and improve their knowledge and abilities in any form of woodworking through instruction and hands on learning experiences.
- B. The assets and net earnings of the Fiske Educational Fund may not be used to further the general program of the Northeastern Woodworkers Association
- C. In the event the Fiske Educational Fund is dissolved, the assets of the Fund will be considered to be the property of the Association.

## XII. CHAPTERS

- A. Chapters of the Association may be created by groups of members who live in common geographical areas. Such Chapters shall elect a slate of officers, including a representative to the Board of Directors. All officers must be members of the Northeastern Woodworkers Association.
- B. Each Chapter shall develop By-laws, which are consistent with the By-laws of the Association.
- C. All Chapter activities shall be considered to be Association sponsored activities.
- D. Annually each Chapter shall submit a budget, which the Association Treasurer shall incorporate into the Association's budget, for approval by the Board of Directors.
- E. Should a Chapter disband all assets will be considered to be the property of the Association.

## XIII. SPECIAL INTEREST GROUPS

- A. Many Association members are interested in specific areas of woodworking. Groups with common woodworking interests are encouraged to form Special Interest Groups to concentrate on those areas of interest. All members of such Groups must be members of the Association.
- B. To be recognized by the Board a Special Interest Group must elect a slate of officers and petition the Board for such recognition. Once recognized by the Board, a SIG may designate a representative to the Board.

- C. Special Interest Groups which sponsor activities, other than regular meetings, which involve income and expenditure of funds shall develop By-laws, which are consistent with the By-laws of the Association.
- D. All Special Interest Group activities shall be considered to be Association sponsored activities.
- E. Annually each Special Interest Group shall submit a budget, which the Association Treasurer shall incorporate into the Association budget, for approval by the Board of Directors.
- F. Should a Special Interest Group disband all assets will be considered to be the property of the Association.

XIV. AMENDMENTS - These By-laws may be amended at a meeting of the Association by a simple majority of the members present, provided that the proposed amendments shall have been submitted to the entire membership at least two weeks in advance by email, special mailing or newsletter.

Revised March 14, 2013

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