

HUMBOLDT WOODWORKING SOCIETY BYLAWS

As Amended September 24, 2009

ARTICLE I. - NAME; PURPOSE

The Humboldt Woodworking Society is organized exclusively for charitable and educational purposes as set forth in section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Specifically, Humboldt Woodworking Society is created to support education in woodworking, and to foster the growth of woodworking skill within the North Coast region of California by

1. Supporting and providing formal and informal education in woodworking
2. Increasing public awareness of and knowledge about woodworking
3. Fostering best practices in woodworking including sustainable use of wood and woodworking techniques that produce durable objects of beauty and utility
4. Fostering community among woodworkers

ARTICLE II. - MEMBERSHIP, DUES, MEETINGS, VOTING PROCEDURES

1. **Membership:** Members shall consist of those individuals agreeing with the woodworking purposes of the Society and whose dues are paid.
2. **Dues:** Dues are paid annually on January 1st. Amount of dues is determined by the Board of Directors in each budget cycle.
3. **Meetings:** Meetings are held twelve times per year on the last Thursday of each month at an announced location, unless otherwise specified.
4. **Voting Procedures:** Election of officers, removal of officers, and amendment of the Bylaws must be announced in a newsletter preceding the meeting at which the vote shall be taken. Each member must be present in person to be entitled to one vote. Voting shall be by ballot, voice, or show of hands at the discretion of the President. All matters shall be determined by a two thirds majority vote of the members present and voting. There shall be no voting by proxy.

ARTICLE III. - OFFICERS

1. **Number and Title:** The eight officers of the Society shall be the President, Vice-President, Secretary, Treasurer, Program Coordinator, Events Coordinator, Webmaster, and Membership Coordinator.
2. **Election and Term:** These officers shall be elected by a two-thirds majority of the membership present and voting at the January meeting for a term of one year, or until their successors are elected. Duties shall be assumed upon election.
3. **Duties:** The duties of the officers shall be as follows:
 - a. **The President** shall be the principal officer of the Society and shall preside at all

meetings of the Society and meetings of the Board of Directors. The President shall be responsible for seeing that the lines of direction given by the Society and the Board of Directors are carried into effect and for reporting to the Society on the conduct and management of the affairs of the Society. The President shall be an ex-officio member of all committees established by the Society and Board of Directors and shall perform such other duties as are usual to this office.

- b. **The Vice-President** shall perform the duties of the President in the event of the President's absence or permanent vacancy and shall assist the President in such duties as the President shall assign.
 - c. **The Secretary** shall be responsible for issuing notices of all meetings of the Society and shall see that minutes of such meetings are recorded. The Secretary shall be responsible for the publication of the Society Newsletter. The Secretary shall be responsible for recording minutes of the meetings of the Board of Directors, and shall perform such other duties as are usual to this office.
 - d. **The Treasurer** shall be responsible for the receipt and custody of all moneys of the Society and for the disbursement thereof as authorized by the Society; for seeing that accurate records are kept of moneys received and paid out; for executing contracts or other instruments authorized by the Society, and for preparing and issuing financial statements and reports. The Treasurer shall perform other duties that are usual to this office.
 - e. **The Program Coordinator** shall be responsible for scheduling all regular monthly activities of the Society. The Program Coordinator shall be an ex-officio member of all special event committees appointed by the President or the Society and shall perform other duties as are usual to this office.
 - f. The **Events Coordinator** shall be responsible for coordinating WoodFair and other special events the Society shall deem appropriate to furthering the goals as set out in Article I.
 - g. **The Webmaster** shall be responsible for updating and maintaining the Society website, shall implement technologies related to online activities of the Society, and shall perform such other duties as are usual to this office.
 - h. **The Membership Coordinator** shall be responsible for recruiting new members, maintaining the membership list and distributing it to the Board of Directors, and shall perform other duties as are usual to this office.
4. **Removal:** An Officer of the Society may be removed with or without cause by a vote of a regular meeting of the Society.

ARTICLE IV. - BOARD OF DIRECTORS

1. **Composition:** The Board of Directors shall consist of the Officers of the Society.
2. **Meetings:** Board of Directors meetings shall be held at least once each month. Special meetings may be called by the President with due notice.
3. **Quorum:** Four Officers of the Society shall constitute a quorum of the Board of Directors. Action items shall be considered approved by the Board if affirmed by four Officers.
4. **Responsibilities:** The Board of Directors shall have and may exercise the powers of the Society in the interim between the Society meetings. The Board of Directors shall submit to the Society reports on action taken.

ARTICLE V. - FINANCE

1. **Depositories:** All funds of the Society shall be deposited to the credit of the Society under such conditions and in such banks as shall be designated by the Board of Directors.
2. **Approved Signatures:** All checks and orders for payment of money shall require the signature of either the Treasurer or another Officer of the Society as designated by the Board of Directors.
3. **Budget:** The annual budget of estimated income and expenditures shall be adopted by the Board of Directors each January. No expense shall be incurred in excess of budgetary appropriations without prior approval of the Board of Directors.
4. **Contracts:** Contracts may be entered into only as directed by a resolution of the Board of Directors.
5. **Financial Reports:** A summary report of the financial condition of the Society shall be made at least annually to the Society and available to the public in such form as the Board of Directors shall prescribe. The Annual Financial Report shall be scheduled as convenient coincident with the federal tax reporting cycle. All required financial reports shall be filed in a timely manner.

ARTICLE VI. - AMENDMENTS

These Bylaws may be amended by a two-thirds majority of those members present and voting at any meeting of the Society at which the text of the amendment has been published in the previous newsletter.

ARTICLE VII. -- DISSOLUTION

Upon the dissolution of the Society, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, to College of the Redwoods Foundation.

Note: Bylaws reflect amendments adopted September 24, 2009, by a unanimous vote of the members present at our regular monthly meeting.