



# Waterloo-Wellington Woodturners' Guild

**AAW** | AMERICAN ASSOCIATION  
OF WOODTURNERS

## By-Laws

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### **BYLAW [I] - MEMBERSHIP**

#### **(A) Membership Categories**

- (i) Regular
- (ii) Family
- (iii) Student
- (iv) Honorary

#### **(B) Membership Qualifications**

##### **(i) Regular:**

- (a) Apply for regular membership
- (b) Must be at least 16 years of age on application.

##### **(ii) Family:**

- (a) Apply for family membership
- (b) Shall consist of one Regular Member together with one or more Resident Family member, and
- (c) Family member must conform to all conditions of regular membership.

##### **(iii) Student:**

- (a) Apply for Student membership
- (b) Must be 16 – 18 years of age on application.

##### **(iv) Honorary:**

- (a) The Executive Committee shall have the power to award an honorary membership to any Regular member who, in the opinion of the Committee, has rendered exceptional and significant service to the overall benefit of the Guild. Fees will be waived for the remainder of that member's future participation in the Guild.

#### **(C) Cancellation of Membership**

##### **(i) Membership in the Guild may be cancelled by a majority vote of the Executive Committee if:**

- (a) A member's actions are deemed to be detrimental to the Guild.
- (b) A member exhibits disruptive or inappropriate conduct during a Guild meeting or other Guild sponsored event.

## (D) Membership Year

- (i) The membership year for the Member shall be the year taken from anniversary of the date of membership registration.

## **BYLAW [II] - MEMBERSHIP FEES**

### (A) Administration of Fees by the Executive Committee

- (i) Membership fees shall be established and administered by the Executive Committee.

### (B) Annual Membership Fees

- (i) Annual membership fees are due no later than the end of month of the anniversary date of membership registration as defined by Bylaw [VIII](A).
- (ii) Each qualifying Family member is entitled to pay 50% of the Regular member annual fee.

### (C) Refund of Annual Membership Fees

- (i) Annual fees are only refundable with the approval of the Executive Committee.

### (D) Attendance Fees

- (i) Attendance fees may be established by the Executive Committee to support special events, such as guest speakers, demonstrators, seminars, workshops and other extraordinary events. In establishing these special fees, the Executive Committee should attempt to make such events revenue neutral.

## **BYLAW [III] - EXECUTIVE COMMITTEE AND OFFICERS**

### (A) Administration of Waterloo-Wellington Woodturners' Guild

- (i) The administration of Waterloo-Wellington Woodturners' Guild is vested in the Executive Committee composed of representatives elected by the regular members at an annual or special general meeting.
- (ii) Each committee member shall have a single vote on the Committee and each holding a specific officer position within the Committee.

### (B) Bylaw [III] (F) defines the positions and duties of the officers.

### (C) Election and Term of Executive Committee

- (i) Members of the Executive Committee will be elected at the Annual Meeting for a term of two years beginning on the date of the meeting according to the following plan:

#### **Even Numbered Years**

President

Vice President

Treasurer

Member(s)-at- large

#### **Odd Numbered Years**

Secretary

Communications Officer

Program Coordinator

Membership Secretary

(ii) The Candidates for election to the Executive Committee shall be nominated by the Executive Committee or by way of nominations from the general membership during the meeting. Candidates must publicly acknowledge their willingness to stand for nomination.

(iii) The election of Members of the Executive Committee will be achieved in accordance with the voting procedures set out in Bylaw [VI] (C).

(iv) If a member of the Executive Committee, because of death, resignation, incapacity, or any other reason, becomes unable to continue in office, the remaining members may act as long as there is a minimum of five remaining members. If there no longer remains the minimum number of members, the remaining members of the executive Committee will have the power to appoint a another Regular member of Waterloo-Wellington Woodturners' Guild to serve the remainder of the term of the member concerned until the next special or general meeting is held to elect members of the Executive Committee to fill the vacancies.

### (D) Powers of Executive Committee

(i) The Executive Committee has the power to manage all the affairs of Waterloo-Wellington Woodturners' Guild, between annual meetings, in accordance with the bylaws, including the power to:

(a) Appoint sub committees as it considers necessary.

(b) Make recommendations to the general membership of Waterloo-Wellington Woodturners' Guild respecting any matter of importance to the Guild

(c) Authorize any reimbursement of expenses for special services rendered by any member of the Executive Committee

(d) Designate any person (s) to sit in on an Executive Committee in an Advisory or observational capacity (having no voting rights)

### (E) Executive Officers of Waterloo-Wellington Woodturners' Guild

(i) The Executive Committee will consist of the following officers:

(a) President

(b) Vice President

(c) Past President

(d) Secretary

(e) Treasurer

(f) Communications Officer

(g) Membership Secretary

(h) Program Coordinator

(i) Members at large (up to three)

### (F) Duties of Executive Officers are (but not limited to):

(i) President

(a) Presides over all meetings.

(b) Acts as head of the Guild.

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- (c) Signs any and all contractual documents on behalf of the Guild.
- (d) Shall be a signing officer for Guild cheques.
- (e) Presents an annual report for approval at the Annual Meeting.
- (f) Represents the Guild in any major interactions with the public, the local community and The American Association of Woodturners.

(ii) Vice President

- (a) In the absence of the President, acts in his/her place.
- (b) Co-ordinates with Program Coordinator to plan and develop member meeting programs.
- (c) Responsible for obtaining written waiver from guest demonstrator absolving the Guild and its members from any liability associated with the activities of the guest demonstrator.

(iii) Past President

- (a) Co-ordinates with Program Coordinator to plan Member programs.
- (b) Maintains library of Guild Information for members use.

(iv) Secretary

- (a) Records the minutes of all meetings and distributes minutes to the Executive in a timely manner.
- (b) Conducts correspondence for the Guild and reports same to the Executive.
- (c) Maintains custodial care of all documents relating to the Guild.
- (d) Secure returning officer(s) required in ballot and proxy ballot voting.

(v) Treasurer

- (a) Receives all monies from the membership, donations, advertising fees, etc, and issues receipts.
  - (b) Communicates regularly with the Membership sub Committee.
  - (c) Maintains the Guild's bank account as set out Bylaw [VI](A).
  - (d) Maintains a petty cash fund not to exceed \$100.00.
  - (e) Pays out such monies as are required by instruction of the Executive. In this regard, all capital expenditures in excess of \$1,000 require the prior approval of 2/3 of the regular members in attendance at an Annual or Special meeting called for that purpose.
  - (f) Maintains an auditable set of financial records at all times and keeps the financial records available for examination by the Executive at any Executive meeting or any member in good standing who wishes to attend any Executive Meeting.
  - (g) Assists the President to prepare an annual budget.
  - (h) Prepares an annual report for distribution to the membership and such other reports as may be requested by the Executive from time to time.
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(vi) Communications Officer

- (a) Prime responsibility for the preparation and distribution of The Guild's Newsletter.
- (b) Maintains and updates, where necessary, the Guild's website.
- (c) Maintains a photo album of Guild activities.
- (d) Provide photographs of new members and members' works entered in various Guild competitions.

(vii) Membership Secretary

- (a) Distributes and receives applications for membership and maintains information on all current members of all categories.
- (b) Collects fees from members for renewing and new members, and promptly submits such funds to the Treasurer.
- (c) Maintains records, assigns membership numbers and membership cards (where appropriate), notifies Executive of members in arrears with respect to fees.
- (d) Responsible for communicating members names and addresses to the Treasurer and Communication Officer in a timely fashion.

(viii) Program Coordinator

- (a) Responsible for organizing the regular Guild demonstrations and Workshop programs with input from the Regular members and the Executive Committee.
- (b) Responsible for being the Guild's point of contact for coordinating appearances of external guest demonstrators.
- (c) Maintain an active line of communication with the Vice President to enhance the Workshop programs and Guild demonstrations.

(ix) Members at Large

- (a) Assist all/or any Executive Member on an as-needed basis.

(G) Removal of Executive Officers

- (i) Removal of any elected officer(s) at any time during their term of office must be dealt with at a Special meeting called for that specific purpose.
- (ii) Any motion made to remove elected officer(s) shall require a 2/3 (two-thirds) majority vote by the Regular members by way of secret ballot and properly registered proxy ballot.

## **BY-LAW [IV] – CHAPTER AFFILIATION**

(A) Relationship To The American Association Of Woodturners

- (i) The Waterloo-Wellington Woodturners Guild shall be a Chapter of the American Association of Woodturners, (AAW), and shall support and participate in the activities of that organization.
  - (ii) The 4 Executive Officers of the Chapter (President, Vice-President, Treasurer, Secretary) agree to be members in good standing of the AAW.
  - (iii) The Chapter will encourage all members to become affiliated with the AAW.
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- (iv) The AAW specifically disassociates itself from any debts, obligations, or encumbrances of the Chapter; the AAW and its Board of Directors shall have no legal or financial responsibility in the affairs of the (The Club) or it's Board of Directors.

## **BYLAW [V] - MEETINGS**

### **(A) Executive Committee Meetings**

- (i) Will be held at the call of the President or by three members of the Executive committee.
- (ii) Executive committee meetings shall be held a minimum of twice a year at such location as agreed upon by the Committee.

### **(B) Regular Meetings**

- (i) The Executive shall schedule Regular Meetings each month, or as determined by the Executive, to discuss Workshop programs and presentation of Guild demonstrations, etc.
- (ii) A tentative schedule of regular meetings and their contents will be published and distributed early in the membership year.
- (iii) Regular meetings shall be held in such premises and at times as arranged by the Executive committee.

### **(C) Annual Meeting**

- (i) The Annual Meeting shall be held in June of each year so as to promote maximum attendance of Regular members.
- (ii) All members are to be notified as to location, date and time of the Annual Meeting at least fifteen days prior to the intended meeting date. As provided under Bylaw [VI] (E), the notice of meeting shall be accompanied by a Proxy Ballot (a copy is shown in Exhibit A forming part of these bylaws). Completed proxies can be submitted by email format provided.

### **(D) Special Meeting**

- (i) A Special meeting shall be called by the Executive at its discretion or in response to a petition by 2/3 majority of Regular members.
- (ii) All members are to be notified as to location, date and time of the Special Meeting at least fifteen days prior to the intended meeting date. As provided under Bylaw [VI] (F), the notice of meeting shall be accompanied by a Proxy Ballot (a copy is shown in Exhibit A forming part of these bylaws).

## **BYLAW [VI] - VOTING RULES**

(A) All meetings of the Waterloo-Wellington Woodturners' Guild shall be conducted according to Roberts Rules of Order.

(B) Voting by the Executive Committee shall be subject to a simple majority of the Executive members in attendance at the time of the vote by show of hands. The President shall only vote in the event of a tie.

(C) Voting by Regular members at a Regular or Annual meeting (except as set out in Bylaw [V] (C)) shall require a quorum of 30% of members as recorded at the time of the previous regular meeting and a 2/3 (two thirds) majority by way of show of Hands.

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(D) Voting on motions proposed at an Annual Meeting to approve the prior year's Annual Meeting minutes and the annual Treasurer's report shall be determined by a show of hands. For the motion to pass successfully, a 2/3 (two thirds) majority by way of show of hands must be attained.

(E) Voting on the following motions can be considered only at an Annual Meeting or Special Meeting specifically called for that purpose:

- (i) A motion to elect representatives to the Executive Committee
- (ii) A motion to revise the Guild's Memorandum of Association or Bylaws
- (iii) A motion to approve any capital expenditure(s) in excess of \$1,000 (voting to be by show of hands)
- (iv) A motion to dissolve the Waterloo-Wellington Woodturners' Guild
- (v) Removal of a member of the Executive Committee (Bylaw [III] (G))

(F) The notice of the meeting shall specify the nature of each motion to be voted upon at the meeting. Voting on the above motions shall be by way of a secret ballot (except where noted) and/or properly executed Proxy Ballot (a sample of which is attached to these bylaws as Exhibit "A").

(G) For a motion to pass successfully, a 2/3 (two thirds) majority by way of secret ballot and proxies submitted must be attained.

(H) A returning officer(s) shall be appointed by the Guild's Secretary to accept and tabulate the votes by way of written ballot or duly executed proxies submitted with respect to the motions being considered.

(I) In this regard, any proxies must be returned to the returning officer seven (7) days prior to the meeting.

### **BYLAW [VII] - BANKING**

(A) The Waterloo Wellington Woodturners' Guild shall maintain a current chequing account at a Canadian chartered bank chosen by the Executive Committee.

(B) Signing officers for the financial affairs of the Guild shall be any 2 (two) of:

- (i) The President
- (ii) The Treasurer
- (iii) The Secretary

(C) Upon specific approval of the Executive Committee, funds surplus to the Guild's current needs may be invested in redeemable short term Guaranteed Investment Certificates at interest rates and duration approved by any of 2 (two) of the signing officers referred to in Bylaw [VI] (B) above.

(D) No officer, group of officers or any member of the Executive Committee is empowered to incur debt in the Guild's name.

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**BYLAW[VIII] - SAFETY AND INSURANCE**

(A) All members are responsible for knowing and conducting themselves in accordance with safety rules as established by the Executive.

(B) Non-compliance with rental agreement regarding premises and Equipment Safety Rules, and/or behavior dangerous to themselves or others may result in ejection from the facilities.

(C) At all Guild meetings and events, all members operating a Guild lathe or sharpening equipment must use an OSHA-approved safety face shield.

(D) Demonstrators are to be made aware in advance of the Guild's safety standards. Should a guest or a member demonstrator not wish to comply with the Guild's safety rules, such demonstrator must sign a written waiver (See Exhibit "B") absolving the Guild and its members from any liability arising from the demonstrator's election to waive compliance.

(E) The Executive Committee shall ensure that proper and binding liability insurance is maintained to protect the Guild from all third party (including members) liability claims or any other damage claims arising from the Guild's activities. In this regard, it is the Executive's responsibility to procure and maintain a current liability risk assessment provided by an appropriate outside risk manager.

**BYLAW [IX] - FISCAL YEAR AND FINANCIAL STATEMENTS**

(A) The Fiscal Year of the Guild shall be the calendar year.

The Annual Meeting as provided in Bylaw [V] (C) shall be held on the fourth Thursday of the month of June following the end of the fiscal year. This meeting date should provide maximum opportunity for membership attendance and favorable weather.

(C) The Treasurer will present to the Annual Meeting auditable financial statements setting out in reasonable detail, the financial activities of the Guild for the preceding fiscal year. The Executive Committee is required to approve the financial statements prior to presentation to the general membership. The regular members in attendance at the Annual Meeting are required to approve the financial statements as presented (Bylaw [V] (D)).

**BYLAW [X] - PRIVACY STATEMENT**

(A) Personal Information

(i) The Waterloo-Wellington Woodturners' Guild collects personal information for the purpose of distributing the Newsletter and keeping members informed about activities at the Guild.

(ii) This information includes name, address, and telephone number and email address. This information will only be used for official Guild business by the Executive Committee and will not be distributed outside the general membership.

(iii) The Membership Secretary will maintain this information. A list of previous members is maintained for historical purposes only.

(iv) Any member wishing to have his/her data removed from the membership records shall advise the Chairman of the membership sub-committee.

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**BYLAW [XI] - EFFECTIVE DATE**

(A) These bylaws are effective as of \_\_\_\_\_, 201\_\_.

Certified to be a true copy of the Bylaws of the Waterloo-Wellington Woodturners' Guild and signed this \_\_\_\_ day of \_\_\_\_\_, 201\_\_ by the following members of the Executive Committee.

\_\_\_\_\_, President

\_\_\_\_\_, Vice President

\_\_\_\_\_, Treasurer

\_\_\_\_\_



# Waterloo-Wellington Woodturners' Guild

**AAW** | AMERICAN ASSOCIATION  
OF WOODTURNERS

"Exhibit A"

## Waterloo-Wellington Woodturners' Guild Proxy Ballot

I, the undersigned, hereby acknowledge that I am a member in good standing of the Waterloo-Wellington Woodturners Guild and the person designated below has the authority to vote for me at the Special Meeting called for (date)\_\_\_\_\_.

I hereby designate the following person to vote on my behalf:

Current President: \_\_\_\_\_  
*name*

OR

Other member: \_\_\_\_\_  
*name*

She/He shall vote:

\_\_\_\_\_ as they wish

\_\_\_\_\_ As I have designated on the space provided below on this ballot

My voting wish is:

For \_\_\_\_\_ Against \_\_\_\_\_ for Motion (1)

For \_\_\_\_\_ Against \_\_\_\_\_ for Motion (2)

Motion(s) as stated in the notice of the above meeting:

Motion (1) \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Motion (2) \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Date: \_\_\_\_\_ 20\_\_

Name of the Designated Voter

\_\_\_\_\_  
*Name (print)*

\_\_\_\_\_  
*Signature*

Name of the Absentee Voter

\_\_\_\_\_  
*Name (print)*

\_\_\_\_\_  
*Signature*

Note: The completed form may be mailed or emailed to the Returning Officer. Proxy must be returned 7 days prior to meeting.



# Waterloo-Wellington Woodturners' Guild

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## "Exhibit B"

### Waterloo-Wellington Woodturners' Guild Demonstrator Waiver of Liability

I, the undersigned, understand that the Waterloo-Wellington Woodturners' Guild (WWWG) has instituted an enhanced safety policy for turning exercises conducted at hands-on practical sessions and demonstrations conducted by either Guild members or third party demonstrators.

The Guild has adopted a policy of requiring that all demonstrators wear a face shield during turning demonstrations, and adhere to the general Lathe Safety Guidelines as put forth by the American Association of Woodturners (see attached).

☐ I have read and agree to adhere to the attached Lathe Safety Guidelines from the AAW.

☐ I do not wish to wear a face shield and hereby absolve the Waterloo-Wellington Woodturners' Guild of any liability, should I incur an injury during my demonstration. I agree to wear other eye protection such as approved safety glasses during my demonstration.

#### **Demonstrator**

\_\_\_\_\_  
*Name (print)*

\_\_\_\_\_  
*Signature*

Date: \_\_\_\_\_

#### **WWWG President**

\_\_\_\_\_  
*Name (print)*

\_\_\_\_\_  
*Signature*

Date: \_\_\_\_\_

N.B. In the absence of the President, any one of the Vice President, Past President or Secretary may sign on behalf of the WWWG.