

WOODWORKERS OF CENTRAL OHIO

CONSTITUTION

ARTICLE 1 - Name

1-1. The name of this organization shall be Woodworkers of Central Ohio, abbreviated as WOCO and also referred to herein as “the Club.”

ARTICLE 2 - Status

2-1 The Club shall be organized and operated on a non-profit basis. At any time deemed desirable, beneficial and in the best interests of the membership, the Club may incorporate as a non-profit corporation under the laws of the State of Ohio.

ARTICLE 3 – Purpose

3-1 The purpose of the Club shall be to promote and advance craftsmanship in the art and techniques of woodworking among the members, to foster camaraderie and friendship among the members and to provide service to our community by using woodworking skills.

3-2 The Club will provide a forum for the exchange of ideas, project designs and plans, education and instruction in the use of woodworking tools, materials, processes, procedures and techniques. Presentations at Club meetings will be conducted both by members and other amateur and professional woodworkers.

3-3 The Club will be a resource for information concerning sources of materials, equipment, suppliers and facilities.

3-4 The Club will provide activities for the members to advance their woodworking knowledge and skills. Such activities may include field trips, factory and home workshop tours and participation in local woodworking shows.

3-5 The Club will provide service to the community by participating with other organizations to donate time, talent, and materials for the betterment of those in need. Such activities may include toymaking for less fortunate children, risers for arthritis patients, woodworking instruction at community centers and agencies.

ARTICLE 4 – Membership

4-1 Membership in WOCO is open to all those interested in woodworking, regardless of skill level, gender, age or level of experience.

4-2 Persons may attend only two consecutive meetings as guests. After that time they must join the Club in order to attend further meetings and/or participate in Club activities.

ARTICLE 5 – Dues

5-1 Annual membership dues shall be determined in accordance with the by-laws. There shall be no refund of dues.

5-2 If the Club should be disbanded for any reason, the net assets of the Club shall be distributed to one or more local non-profit organizations as determined by the Steering Committee.

ARTICLE 6 – Organization

6-1 The Club shall be governed by a Steering Committee consisting of the elected Officers and other members who are appointed.

6-2 The elected Officers of WOCO are President, Vice President, and Treasurer. The term of office shall be two (2) years. Officers may be re-elected to one additional two (2) year term. This group of Officers shall comprise the Executive Committee.

6-3 An Officer of the Club may be removed from office for cause by a majority vote of the Steering Committee. Removal from office should be considered for negligence, theft in office, lack of leadership, dereliction of duty or other cause as determined by a majority of the Steering Committee

6-4 The Appointed Members of the Steering Committee shall be the Chairpersons of the various Standing Committees of the Club. These Committees are:

- Meeting & Program
- Communications
- Member Services
- Community Service
- Activities

The Committee chairs shall be appointed by the President and may be re-appointed by successor Presidents. They may also be removed at any time for any reason by the President.

Additionally, the President may appoint additional persons to serve on the Steering Committee for a term to coincide with the President's tenure.

6-5 All Officers and other members serving on the Steering Committee do so on a strictly voluntary basis and receive no compensation for their services.

ARTICLE 7 - Elections

7-1 The President shall appoint a Nominating Committee of three (3) members which shall submit a slate of candidates for Office one month prior to the next to last meeting of the Club year in which the election is to take place.

7-2 The Communications Committee will notify the membership of the proposed slate of Officers at least 30 days prior to the next to last meeting of the Club year using the various means available.

7-3 The election of Officers shall take place at the next to last meeting of the Club year. The slate of candidates will be presented to the membership by the Nominating Committee. Additional nominations from the membership at large will be solicited. If an appropriate quorum exists, the election shall be conducted. A simple majority of those voting is required for election to Office.

ARTICLE 8 – Duties of Officers

8-1 The **President** shall be the Chief Executive Officer of the Club. He/She shall preside at all general meetings and shall be the Chairperson of the Steering Committee. He/She shall appoint the Chairs of the Standing Committees and establish ad hoc committees as needed. The President shall ensure the effective functioning of all committees and shall sit as an ex officio member of each committee.

8-2 The **Vice President** shall assist the President and perform any tasks and duties assigned. He/she shall publish and maintain minutes from each General Meeting and be responsible for maintaining all Club records in an organized manner to sustain continuity. Should the President be unable to perform his/her duties on a temporary or permanent basis the Vice President shall occupy the position and receive all the authority and responsibilities of the position.

8-3 The **Treasurer** shall receive all monies and deposit same in a bank designated by the Steering Committee. He/she shall make disbursements as properly authorized by the Steering Committee and shall provide security for all financial documents. The Treasurer shall maintain the financial records of the Club in an orderly manner in accordance with Generally Accepted Accounting Principles (GAAP) and make reports from time to time to the Steering Committee, general membership and IRS if required. He/she shall also maintain and update accurate membership rosters and make same available to the membership.

ARTICLE 9 – Duties of the Steering Committee

9-1 The Steering Committee is responsible for establishment and implementation of Club policy, goals, objectives and strategies.

9-2 The Steering Committee shall oversee the financial operations of the Club including, but not limited to, designation of a financial institution for the Club to use, authorization of expenditures so as to not create any indebtedness for the Club and creation of a financial audit schedule and appointment of appropriate persons to provide same.

9-3 The Steering Committee shall monitor the activities of the various Standing Committees and ad hoc committees to ensure that the objectives of the Club are achieved and benefit for the membership is provided. They shall take appropriate corrective action to address any deficiencies.

9-4 The Steering Committee may establish additional Standing Committees should it be deemed desirable to do so. The Chair of any newly established Standing Committee shall become a member of the Steering Committee.

9-5 The Steering Committee may appoint ad hoc Committees for a specific purpose and for a finite period of time. Chairs of such ad hoc Committees will not become members of the Steering Committee.

ARTICLE 10 – Conflicts of Interest

10-1 The Club is operated as a volunteer organization and no Officer, Steering Committee member or other member shall gain any financial benefit from normal activities of the Club

10-2 No Officer, Steering Committee member or other member may receive any financial benefit from any organization to which the Club donates goods or services unless such benefit is disclosed and deemed appropriate by the Executive Committee.

10-3 Any purchase by the Club of goods or services from any Officer, Steering Committee member or other member must be subject to competitive bidding or comparative evaluation. Such purchases must be approved by the Steering Committee.

ARTICLE 11 – Meetings

11-1 The Club will conduct regular meetings for the general membership. Meeting dates, times, and location will be determined by the Steering Committee.

11-2 For the purposes of conducting Club business, a quorum shall consist of 25% of the members in good standing.

11-3 The Steering Committee will meet on a regular basis on a schedule to be established and published by them. Members of the Club may attend Steering Committee meetings as observers only. The Steering Committee may, at its discretion, allow members of the Club to speak at these meetings.

ARTICLE 12 – Amendments

12-1 This Constitution may be amended at any general membership meeting of the Club by a 2/3 vote of the members present, providing a quorum of the members is present.

12-2 No amendment to the Constitution shall be put to vote unless notice to the membership has been made available at least 30 days prior to the meeting at which the vote is to take place.

ARTICLE 13– Ratification

13-1 This Constitution shall be established when ratified by a 2/3 majority of members present at a general membership meeting providing a quorum of the members is present.

ARTICLE 14 – Indemnification

14-1 Each person who at any time is or shall have been a director, trustee, officer, employee or member of this organization, and his or her heirs, executors and administrators, shall be indemnified by this Club against all liability of every kind and nature, whether arising in contract, in tort, or otherwise, to the full extent permitted by Ohio law, arising out of, connected with or in any way related to such director's, trustee's, officer's, employee's or member's acting or having in good faith taken any action or omitted to take any action by, for, on behalf of or in the course of his or her activities for this Club. The Club may purchase and maintain insurance against liability on behalf of any such person to the full extent permitted by the law in effect at the time of the adoption of this Article of the Constitution.

Adopted at Club meeting, March 13, 2010
Supercedes previous document dated July 9, 1991

Charles Caranna, President

Edward Robold, Vice President

BY-LAWS

BY-LAW 1 – Fiscal Year and Meetings

1-1 The Club year commences on July 1 and ends June 30.

1-2 Membership meetings will normally be scheduled on the second Saturday of September, November, January, March and May. Scheduled dates may be changed to accommodate other events (e.g. Woodworking Show). Special meetings may be scheduled at any time by the Steering Committee.

BY-LAW 2 – Dues

2.1 Annual dues are \$25 per year for those members who elect to receive Club communications via e-mail. Dues are \$30 per year for those who elect to receive communications by U.S. Mail. Members are encouraged to use e-mail whenever possible.

2-2 Dues are payable at the first meeting of each Club year.

BY-LAW 3 – Standing Committees

3-1 The following Standing Committees shall be established :

- Meeting & Program
- Communications
- Member Services
- Community Service
- Activities

3-2 The Chairs of the Committees shall be appointed (or re-appointed) by the President at the beginning of each year or as necessary throughout the year.

3-3 Chairs of the Committees shall be members of the Steering Committee.

3-4 Possible duties of the various Committees are listed in Appendix 1. These duties may be added to, deleted or changed by the Steering Committee.

BY-LAW 4 – Sub Groups

4-1 From time to time various smaller sub groups of the Club may be formed by members to promote woodworking and camaraderie. These groups may be based upon geography (e.g. Delaware and Granville groups) or a particular interest (perhaps CNC, for example) or any other reason. Such groups are encouraged and supported by

the Club so long as their activities are in concert with the aims of WOCO, are open to any member of WOCO and do not conflict with the schedules of WOCO.

BY-LAW 5 - Amendments

5-1 These by-laws may be altered or amended at any General Meeting of the Club at which a quorum is present by a majority vote of all members present.

5-2 At least 30 days prior notice must be given to all members before any amendment or alteration may be put to a vote.

Adopted at Club meeting, March 13, 2010

Supercedes previous document dated August 5, 1991 and 1994 revisions

Charles Caranna, President

Edward Robold, Vice President

APPENDIX 1 – Duties of Committees

Following are possible duties of the Standing Committees of WOCO:

Meeting and Program

Meeting logistics – arrange for setup of meeting room, setup of audio/visual equipment, cleanup after meeting, provide refreshments, etc., communicate with Church personnel to ensure we are meeting their expectations. Prepare documentation concerning seating arrangements, etc.

Audio/Visual Contingency – determine alternate methods for providing A/V services for general meetings in the event the primary provider is not available. Train additional persons to operate A/V equipment. Confirm availability of A/V services prior to each meeting.

Alternate Meeting Site Contingency – explore and evaluate alternate meeting sites for suitability should the primary site be unavailable.

Programs – Throughout the year investigate speakers and topics of potential interest to the membership. Present a program of meeting speakers and topics for the year to the Steering Committee for approval.

Communications

Newsletter – Publish a newsletter for members on a schedule to be determined by the Committee. Train a backup editor in the use of software and methods. Provide print copies for those members not on e-mail and for woodworking stores and other promotional events and sites.

Web Site – Maintain and constantly upgrade the WOCO website to best promote the Club and provide value to the membership. Evaluate other woodworking Club's sites for ideas. Ensure all up to date info is available on the Website.

Mass E-Mailings to Members – Establish a documented method for sending information to the membership on a timely basis.

Publicity/Media Relations – Publish a flyer outlining the Clubs purpose, activities and schedule each year. Promote the Club by providing press releases on Club activities to appropriate media outlets (newspaper, local magazines, woodworking magazines, radio and TV, etc.).

Historian – designate a person to organize, maintain and add to all documentation related to the Club.

Member Services

New Member Recruitment, Orientation, Retention - Devise and implement methods to obtain new members for the Club. Place and maintain WOCO flyers at local woodworking stores and home centers. Develop an orientation program to be presented to new members several times during the year to acquaint them with Club operations, resources, activities and opportunities to get involved. Follow up with new members after six months to ensure their satisfaction with the Club. Follow up with members who do not renew their membership to determine their reason for leaving and to convince them to stay.

Discounts/ Buying Cooperatives – Identify all existing discounts available to membership. Negotiate new discounts from other suppliers. Communicate discount information to the membership, including details on how to obtain the discounts. Use website whenever possible. Develop buying cooperatives to purchase larger quantities of lumber or other volume supplies.

Resource Directory – Develop, maintain, improve and update a Resource Directory on the Club website containing information concerning sources of materials, equipment, suppliers, facilities and other items of general interest to the members of WOCO. Limit access to WOCO membership only.

Library – Designate a librarian to maintain and improve the WOCO library. Make lists of books, magazines, videos etc. available on the website. Control distribution and return of materials.

Bereavement Assistance – Send flowers and/or donation in memory of deceased members. Help families of deceased/ disabled members establish reasonable valuation of the members' woodworking equipment and supplies upon request.. Assist in publicizing availability of this equipment to Club Members. Assist family members with disposition of the equipment.

Nametags - Determine the costs and feasibility of providing the membership with more permanent nametags than are currently available. Decide whether to proceed with the program.

Community Service

Holiday Toy Program – Make toys throughout the year for distribution to needy children at Christmas time. Maintain and improve the program already in existence. Investigate and evaluate additional agencies as potential recipients of the toys.

Chair Riser Program – Manufacture Chair Risers for donation to the Arthritis Foundation throughout the year. Distribute plans to the members via website and hard copy.

Other – Identify and develop other service projects for the Club. Past involvement has been with Gladden Community House and St. Vincent Family Center among others.

Activities

Holiday Party – Plan, organize and host a Holiday Party for the membership. Include presentation of toys as part of the program.

Picnic – Plan, organize and host a summer picnic for the membership. Determine suitable location, publicize the event, arrange enjoyable activities for members and their families.

Shop Tours – Each year arrange for members to tour home workshops of several members. Publicize dates and locations. Solicit members to open their shops to fellow woodworkers. Document the activities with photos.

Field Trips – Arrange several field trips for the membership each year to locations of interest. Such locations could be a suppliers factory, sawmill, educational institution, magazine shop, etc. Publicize trip to the membership, document with pictures and report.

Workshops/Seminars – Provide educational opportunities for the membership throughout the year on particular woodworking topics. Past activities have included classes at Ron Hermann's shop.

Booth at Woodworking Show – Organize, plan, set up, staff, dismantle a booth at the January Woodworking Show to showcase and promote WOCO. Work with new member recruitment team to sign up new members at the Show. Provide demonstrations of woodworking techniques. Design and construct a more up to date booth for use by the Club.

Ohio State Fair – Communicate and coordinate with Club members to participate in the Creative Arts Competition for Woodworking annually at the Ohio State Fair. Organize, plan set up, staff and dismantle a booth at the Fair highlighting activities of WOCO, especially Service activities. Use as an opportunity for recruitment of new members.