

New England Woodcarvers Inc.

Dear NEWC Member,

The accompanying sheets are a copy of the newly approved NEWC Bylaws.

As per procedure, a copy of the Bylaws must be sent to members prior to the ratification vote.

The vote will be taken at the Saturday, February 8, 2020 General Meeting at Middlesex Community College, Bedford, MA.

Any questions or comments, please contact President Laurie Farrell at PO Box 346,
Bradford, NH 03221 or doclaf@earthlink.net.

The NEWC Board of Directors

New England Woodcarvers Incorporated
Bylaws

Article I – Name of the Organization

The organization shall be known as New England Woodcarvers, Incorporated, hereafter referred to as NEWC. The name New England Woodcarvers, Inc., the abbreviation NEWC and logos shall not be used by any person(s) for their own purpose without express approval of the Board of Directors.

Article II – Mission and Objectives

The New England Woodcarvers, Inc., a non-profit cultural and educational organization, is dedicated to the advancement of wood carving skills among its members and to the promotion of wood carving, wood sculpture, pyrography, whittling and other wood arts to the general public.

Article III – Fiscal Year

The fiscal year of NEWC shall extend from July 1 to June 30. All terms of office and NEWC records shall conform to the fiscal year unless otherwise specified.

Article IV – Board of Directors

The Board of Directors is defined as those officers elected by the membership and those officers appointed by the President following that election.

Article V – Officers and Responsibilities

Section 1. Elected Officers

Elected officers are those officers nominated and elected by the membership at the NEWC annual meeting.

- a. The elected officers of the organization shall be President, Vice President, Treasurer, Secretary and Membership Secretary. The elected officers shall constitute the Executive Committee. Detailed duties of the Executive Committee and its members shall be outlined in the organization's Standing Rules.
- b. The Executive Committee shall be elected from among eligible members of the organization and hold authority to vote on all matters pertaining to the organization.
- c. The following are general statements of the responsibilities of the elected officers:

President

1. sets the agenda for and presides at all NEWC meetings;
2. provides leadership for the organization;
3. is authorized to sign checks in the absence of the Treasurer; and
4. maintains and is familiar with all the governing documents of the organization.

Vice President

1. assumes the duties of the President in his/her absence; and
2. specifically holds oversight for the annual Spirit of Wood Show.

Treasurer

1. receives and disburses funds as directed by the Executive Committee in accordance with the Bylaws and Standing Rules;
2. ensures that NEWC complies with all local, state and federal financial regulations and
3. maintains an inventory of any NEWC properties having an individual value which exceeds \$2000.

Secretary

1. records and maintains records of NEWC meetings; and
2. prepares and sends all official correspondence of the organization.

Membership Secretary

1. maintains up-to-date membership files; and
2. collects and transfers all dues promptly to the Treasurer.

Immediate Past President is not an elected position but shall serve as an ex-officio member of the Board of Directors following the expiration of their term as President. They shall retain full voting rights for their term

Section 2 – Appointed Officers

Appointed officers are those members of the Board of Directors who are appointed by the President each year following the annual meeting.

- a. The appointed officers of the organization shall be: Director of Public Relations/Marketing, Director of Technology, Director of Education Programming, Director of Special Projects and Director of Information Services.
- b. Appointed Officers shall be appointed annually by the President, with the approval of the Executive Committee.
- c. Appointed Officers shall hold voting privileges on matters brought before the full Board.
- d. Specific duties of Appointed Officers shall be delineated in the organization's Standing Rules; following are general statements of duties.

Director of Public Relations/Marketing

1. formulates and carries out a plan to promote the mission and objectives of the organization to the general public and NEWC general membership and
2. works in coordination with the Director of Information Services and Director of Technology to disseminate information to the general membership

Director of Technology

1. holds oversight responsibility for the organization website and other social media venues and
2. assists the Board of Directors with other technology needs as necessary.

Director of Education Programming

1. plans and provides appropriate instructors and programs for NEWC activities, including the Spirit of Wood Show and
2. works closely with the Vice President and Chairperson of the Sprit of Wood Show planning committee within specific budgetary guidelines.

Director of Special Projects

1. holds oversight responsibility for the Tree of Hope fundraising project and
2. proposes and directs other specific projects that meet the mission and objectives of the organization with the approval of the Board of Directors.

Director of Information Services

1. holds responsibility for gathering and organizing information of interest to the general membership in the publication known as the NEWC Newsletter and
2. works closely with the Director of Technology and the Membership Secretary for the dissemination of information through electronic and print media .

Section 3 – Other Appointed Positions

The President shall have authority to appoint Active Members to other non-voting positions on an ad hoc basis with the approval of the Board of Directors.

Section 4 – Removal from Office

An elected or appointed officer may be removed from office for cause by a two-thirds vote of the Board of Directors members present and voting.

Article VI – Membership

Section 1 - NEWC defines members as Active and Life.

Section 2 – All NEWC members considered in good standing hold voting rights and privileges of membership.

Article VII – General Membership/Annual Meetings

Section 1 – General Membership Meetings

The dates of general membership meetings and the Annual Meeting shall be set annually by the Board of Directors at the meeting of the Board immediately prior to the annual meeting.

Section 2 – Annual Meeting

The annual meeting of the general membership shall be held prior to the end of the fiscal year on a date determined by the Board of Directors and shall include election of officers and presentations of awards and honors. A simple majority of the members present shall constitute a quorum for the purpose of voting.

Article VIII – Amendments to Bylaws

Section 1 – Proposal of Amendments

Proposed amendments to these Bylaws shall be presented to the Board of Directors in writing, with proposed change/justification, and shall require a two-thirds vote of the Board of Directors members present and voting to then be forwarded to the membership.

Section 2 – Approval of Amendments

Following approval by the Board of Directors, amendments shall be published and distributed electronically and/or in print to the membership no later than two weeks prior to a regular membership meeting. A two-thirds vote of the assembled membership shall be required to amend the Bylaws.

Article IX – Dissolution

Section 1 – Vote to Dissolve

Dissolution of the organization shall be by an affirmative vote of three-fourths of the members present at the annual meeting.

Section 2 – Distribution of Assets

Upon dissolution of New England Woodcarvers, Inc., assets and property shall be distributed for one or more charitable/exempt purposes according to **M.G.L. c. 180, §11A(b)** and /or within the meaning of **Section 501 (c) (3)** of the Internal Revenue Code or corresponding section of any future Federal tax code, or shall be distributed to the Federal Government, or to a state or local government for a public purpose.