

# **ARTICLES OF INCORPORATION OF EVERGREEN WOODWORKERS GUILD**

The undersigned, acting as the incorporators of a nonprofit corporation under the provisions of the Washington Nonprofit Corporation Act (RCW 24.03) adopts the following Articles of Incorporation:

## **ARTICLE I. NAME**

The name of this non-profit corporation shall be:

**"Evergreen Woodworkers Guild"**

## **ARTICLE II. DURATION**

The corporation shall have perpetual existence.

## **ARTICLE III. PURPOSE**

The corporation is organized exclusively for educational, charitable/religions, scientific and literary purposes, within the meaning of Section 501(c) (7) of the Internal Revenue Code of 1986 (the "Code") as now or hereafter amended

## **ARTICLE IV. POWERS**

The corporation shall have all powers granted a non-profit corporation by the Washington Non-Profit Corporation Act of 1967,-as amended, including any additional powers which may be hereafter granted by subsequent amendment of said Act, provided, however, that all such powers shall be exercised exclusively in furtherance of the Corporation's exempt purposes within the meaning of Section 501(c)(7) of the Code as now or hereafter amended.

**ARTICLE V.  
LIMITATIONS AND RESTRICTIONS**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from the federal income tax under Section 501(c)(7) of the Code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Code.

No portion of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors or officers, or other private individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set further in Article III hereof.

No substantial part of the activities of the corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

The corporation shall not have or issue shares of stock and shall not make any disbursement of income or any loans to its directors or officers.

The corporation is prohibited from engaging in any act of self-dealing as defined in Section 4941(d) of the Code, from retaining any excess business holding as defined in Section 4943(c) of the Code, from making any investments which would subject the corporation to tax under Section 4944 of the Code, and from making any taxable expenditures as defined in Section 4945(d) of the Code. If Section 4942 of the Code is deemed applicable to the corporation, the corporation shall make distributions at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Code.

**ARTICLE VI.  
BYLAWS**

Provisions for the regulation of the internal affairs of the corporation shall be set forth in the Bylaws of the Corporation.

**ARTICLE VII.  
BOARD OF DIRECTORS**

The affairs of this corporation shall be managed by a Board of Directors consisting of not fewer than three (3) persons, or such greater number as may be provided in the Bylaws. The corporation's Board of Directors shall adopt and may thereafter amend or repeal such Bylaws providing for the regulation and management of the corporation's affairs as they deem appropriate, provided no such Bylaws violate these Articles of Incorporation or applicable law.

The initial Board of Directors shall consist of the following persons:

Name	Address
Michael Dresdner	3303 28th Street SE Puyallup, Washington 98374
Cal Brody	21002 80 <sup>th</sup> Ave. CT. E Spanaway, Washington 98387
Bill Cogswell	5404 Milwaukee Ave. E Edgewood, Washington 98372
Robert Mitchell	6716 44th Avenue East Tacoma, Washington 98443
Gordon P. Patnude	14706 77th St. E. Sumner, Washington 98390

Directors shall not be held personally liable to the corporation, or members, if any, for monetary damages for conduct as a director, provided, however, that such limitation of liability shall not limit the liability of a director for acts or omissions that involve intentional misconduct by a director or a knowing violation of law by a director, or for a transaction from which the director will personally receive a benefit in money, property, or services to which the director is not legally entitled. (See RCW 24.03.025(c)).

## **ARTICLE VIII. DISTRIBUTION AND DISSOLUTION**

In the event of the corporation's dissolution, and after payment of all its liabilities and the return, transfer or conveyance of assets held upon the condition of their return, transfer or conveyance in the event of dissolution, the remaining assets of the corporation shall be distributed only to a recipient or recipients, to the selection by the Board of Directors, as will qualify as an exempt organization described in Section 501(c) (7) of the Code. No director, trustee or officer of the corporation; nor any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation.

## **ARTICLE IX. REGISTERED OFFICE AND AGENT**

The address of the registered office of the corporation shall be  
14706 77th Street East  
Sumner, Washington 98390  
and the name of its registered agent at such address shall be  
Gordon P. Patnude.

**ARTICLE X.  
INCORPORATORS**

The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Michael Dresdner	3303 28th Street SB Puyallup, Washington 98374
Cal Brodie	21002 80 <sup>th</sup> AVE. CT. E Spanaway, Washington 98387
Robert Mitchell	6716 44th Avenue East Tacoma, Washington 98443
Gordon P. Patnude	14706 77th Street East Sumner, Washington 98390

IN WITNESS WHEREOF, the incorporators herein above named have hereunto each set their hand in duplicate this \_\_\_\_\_ day of \_\_\_\_\_, 1999.

\_\_\_\_\_  
Michael Dresdner

\_\_\_\_\_  
Cal Brodie

\_\_\_\_\_  
Robert P. Mitchell

\_\_\_\_\_  
Gordon P. Patnude



**BY-LAWS  
OF  
Evergreen Woodworkers Guild**

**A NON-PROFIT EDUCATIONAL AND CULTURAL ORGANIZATION**

**PREFACE**

"The Evergreen Woodworkers Guild", hereafter referred to as "the Guild" is a non-profit corporation whose primary purpose is to offer educational, cultural and community service activities in woodworking.

## **ARTICLE I OFFICES**

The principal office of the corporation in the State of Washington shall be located in the City of Sumner, County of Pierce. The corporation may have such other offices, either within or without the State of Washington, as the Board of Directors may determine or as the affairs of the corporation may require from time to time.

The corporation shall have and continuously maintain in the State of Washington a registered office, and a registered agent whose office is identical with such registered office, as required by the Washington Non-Profit Corporation Act. The registered office may be, but need not be, identical with the principal office in the State of Washington, and the address of the registered office may be changed from time to time by the Board of Directors.

## **ARTICLE II. MEMBERS**

### **Section 1. Types and Classes of Members.**

Types and Classes of membership shall be established by resolution of the Board of Directors.

Membership dues, if any, shall be established by resolution of the Board of Directors.

Membership in the corporation shall be open to anyone who wishes to support the purposes and goals of the corporation.

Membership shall be recognized when a member application, together with payment of dues as appropriate, is received by the secretary.

Reasonable qualifications, rights and privileges of membership shall be provided by resolution of the Board of Directors.

**ARTICLE III.  
MEETINGS OF MEMBERS**

**Section 1. Annual Meeting.**

An annual meeting of the members shall be held during the month of September at such time and place as determined by the Board of Directors for the purpose of transacting such business as may come before the meeting. All members may attend the annual meeting.

**Section 2. Regular Meetings**

Regular meetings of the members, not less than six (6) per year, will be established by resolution of the Board of Directors.

**Section 3. Special Meetings**

Special meetings of the members may be called by the President or the Board of Directors, or by petition of two-thirds (2/3) of the current membership.

**Section 4. Place of Meetings**

Location for any meeting called by the President or Board of Directors shall be established at the time the meeting is scheduled.

**Section 5. Notice of Meetings**

Notice of meetings may be provided by mail, newsletter, press release, electronic computer bulletin board or radio public service announcement.

## **ARTICLE IV. BOARD OF DIRECTORS**

### **Section 1. General Powers.**

The affairs of the corporation shall be managed by its Board of Directors who shall determine the long-range goals and objectives of the corporation and oversee the performance of the Officers of the corporation.

### **Section 2. Number, Tenure and Qualifications.**

The number of Directors shall never be less than three (3). Each Director shall hold office until resignation or removal from office. Additional directors may be established if deemed necessary by resolution of the Board of Directors.

### **Section 3. Regular Meetings.**

A regular annual meeting of the Board of Directors shall be held without other notice than this By-Law, immediately after, and at the same place as, the annual meeting of members. The Board of Directors may provide by resolution the time and place, either within or without the State of Washington, for the holding of additional regular meetings of the Board without other notice than such resolution.

### **Section 4. Special Meetings.**

Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board may fix any place, either within or without the State of Washington, as tile place for holding any special meeting of the Board called by them.

### **Section 5. Notice.**

Notice of any special meeting of the Board of Directors shall be given at least two days previously thereto by written notice delivered personally or sent by mail or telegram to each Director at his address as shown by the records of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company. Any Director may waive notice of any meeting. The attendance of a Director at any meeting shall constitute a waiver or notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because tile meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these By-Laws.

### **Section 6. Quorum.**

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Directors are

present at said meeting a majority of the Directors present may adjourn the meeting from time to time without further notice.

**Section 7. Manner of Acting.**

The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these By-Laws.

**Section 8. Vacancies.**

Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of directors may be filled by the affirmative vote of a majority of the remaining directors, though less than a quorum of the Board of Directors. A Director elected to fill a vacancy shall be elected for the unexpired term of his predecessor in office.

**Section 9. Compensation.**

Directors as such shall not receive any stated salaries or compensation for their services.

**Section 10. Informal Action by Directors.**

Any action required by law to be taken at a meeting of directors, or any action which may be taken at a meeting of directors, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

**Section II. Indemnification.**

The corporation shall indemnify the Directors of the corporation to the extent provided by the Washington non-Profit Corporation Act.

## **ARTICLE V. OFFICERS**

### **Section 1. Officers.**

The officers of the corporation shall be a President, one or more Vice-Presidents (the number there of to be determined by the Board of Directors), a Secretary, a Treasurer and such other officers as may be elected in accordance with the provisions of this Article. The Board of Directors may elect or appoint such other officers, including one or more Assistant Secretaries and one or more Assistant Treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed, from time to time, by the Board of Directors.

Any two or more offices may be held by the same person, except the offices of President and Secretary.

### **Section 2. Election of Officers.**

The officers of the corporation shall be elected by the members at the regular annual meeting of members. Election shall be by simple majority of those members in attendance. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be.

New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and shall have qualified.

### **Sections. Removal.**

Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

### **Section 4. Vacancies.**

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

### **Section 5. President.**

The President shall be the principal executive officer of the corporation and shall in general supervise and control all of the business and affairs of the corporation. He shall preside at all meetings of the members and of the Board of Directors. He may sign, with the Secretary or any other proper officer of the corporation authorized by the Board of Directors, any deeds, mortgages/bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these By-Laws or by statute to some other officer or agent of the corporation; and in general he shall perform all duties prescribed by the Board of Directors from time to time. The term of office of the President shall be two (2) years.

**Section 6. Vice-President.**

In absence of the President or in event of his inability or refusal to act, the Vice-President (or in the event there be more than one Vice-President, the Vice-Presidents in the order of their election) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice-President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors. The term of the Vice-President shall be two (2) years.

**Section 7. Treasurer.**

If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine. He shall have charge and custody of and be responsible for all funds and securities of the corporation, receive and give receipts for moneys due and payable to the corporation from any source whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provision of Article VII of these By-Laws; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors. The term of office of the Treasurer shall be two (2) Years.

**Section 8. Secretary.**

The Secretary shall keep the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provision of these By-Laws or as required by law; be custodian of the corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation under its seal is duly authorized in accordance with the provision of these By-Laws; keep a register of the post-office address of each member which shall be furnished to the Secretary by such member; and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors. The term of Secretary shall be two (2) years.

**Section 9. Assistant Treasurers and Assistant Secretaries.**

If required by the Board of Directors, the Assistant Treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall determine. The Assistant Treasurers and Assistant Secretaries, in general, shall perform such duties as shall be assigned to them by the Treasurer or the Secretary or by the President or the Board of Directors. The term of the office of any Assistant Secretary or Assistant Treasurer shall be one (2) year.

**Section 10. Terms of Office of Officers.**

Unless specifically noted otherwise, the term of the office of any other executive officer of the corporation, elected or appointed under the provision of Section I of this Article, shall be limited to two (2) years.

As it is desirable that not all officers' terms expire at the same time, the first term for the offices of President, and Treasurer, will be limited to one (1) year or less, beginning in 1999, the year of incorporation.

**Section 11. Indemnification.**

The corporation shall indemnify the officers of the corporation to the extent provided by the Washington Non-Profit Corporation Act.

## **ARTICLE VI. COMMITTEES**

### **Section 1. Committees.**

The Board of Directors or Executive Officers, by resolution adopted by a majority of those in office, may designate and appoint one or more committees, each of which shall consist of two or more members, which committees, to the extent provided in said resolution, shall have and exercise the authority of the Executive Officers in the management of the corporation.

### **Section 2. Limitations.**

No committee shall have the authority of the Board of Directors or Executive Officers in reference to:

- amending, altering or repealing the By-Laws;
- electing, appointing or removing any member or any such committee or any Director or officer of the corporation;
- amending the articles of incorporation;
- restating articles of incorporation;
- adopting a plan of merger or adopting a plan of consolidation with another corporation;
- authorizing the sale, lease, exchange or mortgage all or substantially all of the property and assets of the corporation;
- authorizing the voluntary dissolution of the corporation or revoking proceedings therefore;
- adopting a plan for the distribution of the assets of the corporation;
- or amending, altering or repealing any resolution of the Board of Directors or Executive Officers which by its terms provides that it shall not be amended, altered or repealed by such committee.

The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, any individual Director, or the Executive Officers, of any responsibility imposed upon it or him by law.

### **Section 3. Other Committees.**

Other committees, not having and exercising the authority of the Board of Directors in the management of the corporation, may be appointed in such manner as may be designated by a resolution adopted by a majority of the Executive Officers present at any meeting. Except as otherwise provided in such resolution, members of each such committee shall be members of the corporation, and the President of the corporation shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interest of the corporation shall be served by such removal.

### **Section 4. Term of Office.**

Each member of a committee shall continue as such until the next annual meeting of the members of the corporation or until his successor is appointed, unless the committee shall be sooner terminated, or unless such member shall cease to qualify as a member thereof.

**Section 5. Vacancies.**

Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments. ~

**Section 6. Quorum.**

Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of the majority of the members present at the meeting at which the quorum is present shall be the act of the committee.

**Section 7. Rules.**

Each committee may adopt rules for its own government not inconsistent with these By-Laws or with rules adopted by the Board of Directors.

**ARTICLE VII.  
CONTRACTS, CHECKS, DEPOSITS AND FUNDS**

**Section 1. Contracts.**

The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

**Section 2. Checks, Drafts, etc.**

All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the President or a Vice-President of the corporation.

**Sections. Deposits.**

All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

**Section 4. Gifts.**

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the corporation.

**ARTICLE VIII.  
CERTIFICATES OF MEMBERSHIP**

**Section 1. Membership Identification.**

The Board of Directors may provide for the issuance of certificates evidencing membership in the corporation, which shall be in such form as may be determined by the Board.

**Section 2. Issuance of Certificates.**

When a member has been elected to membership and has paid any initiation fee and dues that may then be required, a membership card shall be issued in his name and delivered to him by the Secretary, if the Board of Directors shall have provided for the issuance of such cards under the provisions of Section I of this Article VIII.

**ARTICLE IX.  
BOOKS AND RECORDS**

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members. Board of Directors, and committees having any of the authority of the Board of Directors, and shall keep at its registered or principal office a record giving the names and addresses of the members. All books and records of the corporation may be inspected by any member, or his agent or attorney, for any proper purpose at any reasonable time, in the presence of a Director, at the registered or principal office.

**ARTICLE X.  
FISCAL YEAR**

The fiscal year of the corporation shall begin on the first day of July and end on the last day of June in each year.

**ARTICLE XI  
SEAL**

The Board of Directors shall provide a corporate seal, which shall be in the form of a circle and shall have inscribed thereon the name of the corporation and the words "Corporate Seal of Evergreen Woodworkers Guild".

**ARTICLE XII.  
WAIVER OF NOTICE**

Whenever any notice is required to be given under the provisions of the Washington Non- profit Corporation Act or under the provisions of the Articles of Incorporation or the By-Laws of the corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

**ARTICLE XIII.  
BEHAVIOUR OF MEMBERS AND OFFICERS AT MEETINGS**

Unless otherwise specified, behavior of the members and officers of the corporation shall be governed by Roberts Rules of Order as currently stated or may in the future be revised.

**ARTICLE XIV.  
AMENDMENTS TO BY-LAWS**

These By-Laws may be altered, amended or repealed and new By-Laws may be adopted by a majority of the members present at any regular meeting or at any special meeting, provided that at least seven (7) days' written notice is given of intention to alter, amend or repeal or to adopt new by-laws at such a meeting.

# **EVERGREEN WOODWORKERS GUILD**

## **Resolution 1 of The Board of Directors of The Evergreen Woodworkers Guild**

### **SECTION 1. MEMBERSHIP DUES**

Dues are hereby established for the following types or classes of members:

- **REGULAR MEMBERS.**

Annual dues for Regular Members shall be established at the rate of \$30.00[US] per member year, that being defined as the twelve-month period beginning with the first month of membership and ending on the last day of the twelfth month thereafter.

- **ASSOCIATE MEMBERS.**

Annual dues for Associate Members are established at the rate of \$30.00[US] per member year.

### **SECTION 2. OTHER ASSESSMENTS**

The Board of Directors, by Resolution, may establish other one-time or recurring annual assessments as deemed necessary to meet special obligations or maintain the financial stability and integrity of the corporation.

# **EVERGREEN WOODWORKERS GUILD**

## **Resolution Ia Of The Evergreen Woodworkers Guild**

### **Membership, Dues, and Assessments**

This resolution shall replace, in its entirety, the earlier dated Resolution I of the Board of Directors, which established membership dues and the membership year.

#### **SECTION I. MEMBERSHIP YEAR**

The membership year is hereby defined as the twelve-month period beginning January I and ending December 31 of the same year.

#### **SECTION 2. MEMBERSHIP DUES**

Dues are hereby established at the rate of \$30.00US per membership year. These dues shall include all members of the Members immediate family. Dues will be payable annually during the month of December for the following year, and not later than January 31 of the new year for renewing members. Members joining in months other than December or January will pay dues that are pro rated for the remaining months of the year.

#### **SECTION 2. OTHER ASSESSMENTS**

The Board of Directors, or the sitting elected officers with approval of the membership, may, by Resolution, establish other one-time or recurring annual assessments as deemed necessary to meet special obligations or maintain the financial stability and integrity of the corporation.

# **EVERGREEN WOODWORKERS GUILD**

## **Resolution 2 of The Board of Directors of The Evergreen Woodworkers Guild**

### **SECTION 1. REGULAR MEETINGS**

Regular meetings of the membership will be held on the second Monday of each month. Exceptions may be made by the Executive Committee, but in no case shall there be less than six (6) regular meetings per year.

### **SECTION 2. SPECIAL MEETINGS**

Special meetings of the membership may be called by the Executive Committee, providing that seven (7) days written notice be given to all members in good standing.

# **EVERGREEN WOODWORKERS GUILD**

## **Resolution 3 of The Board of Directors of The Evergreen Woodworkers Guild**

### **SECTION 1. MEMBERSHIPS**

The corporation shall have memberships of the types or classes designated as follows:

- **REGULAR MEMBERS.**

Membership in the Evergreen Woodworkers' Guild will be known as the REGULAR membership. Regular members are individuals, families, professionals and students who wish to support the purpose of the Guild as defined in the Articles of Incorporation of the Evergreen Woodworkers' Guild.

Regular members pay annual membership dues to the Guild as established by the Board of Directors.

- **ASSOCIATE MEMBERS.**

ASSOCIATE membership is offered to anyone not fitting the description above and who wishes to support the purpose of the Guild as defined in the Constitution of the Evergreen Woodworkers Guild.

### **SECTION 2. ANNUAL DUES.**

Annual dues for each type and class of membership will be established by separate resolution of the Board of Directors.

### **SECTION 3. APPROVAL OF MEMBERS.**

Members are considered registered upon submission of a completed membership form, and accompanied by such dues as may then be established. A membership card will be issued by the Secretary.

# **EVERGREEN WOODWORKERS GUILD**

### **SECTION 4. RIGHTS AND PRIVILEGES OF MEMBERSHIP.**

Rights and privileges of membership in the Guild include, but are not limited to the following:

- Attend all regular meetings and activities of the membership;

- Attend all meetings of the Board of Directors;
- Attend any Guild-sponsored seminars after paying the "member rate" to participate;
- Receive any publications, as may be made available for tike membership of the Guild;

The Board of Directors may, at its discretion, alter, amend, or modify these rights and privileges.

#### **SECTIONS. TERMINATION OF MEMBERS.**

The Guild Board of Directors may terminate from the membership list anyone:

- who fails to pay dues within sixty (60) days of their annual renewal date;
- or
- who misrepresents the intents and ethics of the Guild;
- or
- who has demonstrated inappropriate behavior at or during Guild activities

Notice of such termination will be delivered to the individual.

Any dues for unexpired term of membership are not refundable.

#### **SECTION 6. RESIGNATION OF MEMBERS**

Any member may be removed from the membership upon their request. Notice of acceptance of resignation will be given to the individual.

Any dues for unexpired term of membership are not refundable.

#### **SECTION 7. TRANSFER OF MEMBERSHIP**

Membership in this corporation is not transferable or assignable.

#### **SECTIONS. MEMBERSHIP RECORDS**

It will be the responsibility of the Secretary to maintain a list of the current membership.

The Secretary will publish the membership list in January and July of each year. Each currently active member will receive a copy.