

**BYLAWS OF THE
NATIONAL ASSOCIATION OF WHEAT WEAVERS, INC.**

ARTICLE I -- NAME

The name of this organization shall be the National Association of Wheat Weavers, Inc., hereinafter known as the Association.

ARTICLE II -- OBJECTIVES

The objectives of this organization shall be to:

- a. preserve and perpetuate the history, heritage, and traditions associated with the folk art of corn dollies, wheat plaiting (also known as wheat weaving), and other forms of straw art;
- b. develop, promote, and teach the techniques of straw art, including wheat plaiting, corn dollies, and other art forms;
- c. encourage cooperation and foster goodwill among all Association members and prospective members;
- d. publish the *Gleanings* at various times throughout the year to advance and support this organization.

ARTICLE III -- MEMBERSHIP AND DUES

Section 1. Members. Any individual interested in participating in and promoting the objectives of this organization may become a member of the Association upon payment of the annual membership dues as described in the standing rules.

Section 2. Dues. Annual dues shall become due and payable on January 1 of each year. Members whose dues have not been received by the treasurer on or before February 1 shall be dropped from membership. Membership shall be reinstated upon payment of current annual dues.

Section 3. Privileges of Membership. The privileges of receiving the Association's *Gleanings*, holding Association office, serving on a committee, making motions, debating, and voting shall be limited to current NAWW members. Non-members may purchase a subscription to the NAWW *Gleanings* and/or order other printed materials from the Association at non-members prices, with the exception of NAWW convention workbooks which are sold to members only. Non-member prices are to be determined by the Board of Directors.

Section 4. Associate Members. Any individual living in the home of a member can become an Associate Member by paying dues equal to half that of a member. The Associate Member will be eligible to register to attend conventions and serve as a committee member. Associate Members may not hold office or vote at the annual business meeting. They will not receive the *Gleanings* or other membership mailings.

ARTICLE IV -- OFFICERS

Section 1. Elected Officers. The elected officers of this organization shall be a president, a first vice president, a second vice president, a secretary, a treasurer, and six district directors.

Section 2. Appointed Officers. The appointed officers of this organization shall be a historian, a *Gleanings* editor, and such others as may be deemed desirable by the Board of Directors. Appointed officers shall be selected by the president with the approval of the Board of Directors.

Section 3. Terms of Office. All officers shall serve for a term of two years or until their successors have been elected or appointed and have assumed office. All elected officers, with the exception of the treasurer, shall assume the duties of their offices at the close of the annual meeting at which they were elected. The treasurer shall take office thirty (30) days after the annual meeting at which he/she has been elected.

Section 4. Term Limitations. No member shall hold more than one office at a time, and no member shall be eligible to serve more than two consecutive terms in the same office.

Section 5. Vacancies.

a. A vacancy in any elected office, other than the president, shall be filled for the remainder of the un-expired term by vote of the Board of Directors.

b. In the event of the president's death or resignation, or should the president be unable to perform the duties of this office, the first vice president shall automatically become president, after which the Board of Directors shall fill the vacancy created in the office of first vice president.

ARTICLE V-- DUTIES OF OFFICERS

Section 1. President. As chief Executive Officer of the Association, the president shall be responsible for the implementation of any directives or resolutions adopted by the voting body or the Board of Directors. In addition, the president shall:

- a. preside at all annual and special meetings of members and the Board of Directors;
- b. appoint, with the approval of the Board of Directors, the historian, the *Gleanings* editor, and any appointed officers;
- c. appoint the chairs of all standing and special committees not otherwise provided for in these bylaws;
- d. be *ex officio* a member of all committees, with the exception of the Nominating Committee;
- e. sign checks in cooperation with the Association treasurer, or as may be directed by the Board of Directors;
- f. perform such other duties as may pertain to this office, or as may be requested by the Board of Directors.

Section 2. First Vice-President. The first vice-president shall:

- a. serve as chairman of the Membership Committee;
- b. preside at all meetings in the absence of the president;
- c. perform such other duties as may pertain to this office or as may be requested by the Board of Directors.

Section 3. Second Vice-President. The second vice-president shall:

- a. serve as chairman of the Ways and Means Committee;
- b. perform such other duties as may pertain to this office or as may be requested by the Board of Directors.

Section 4. Secretary. The secretary shall:

- a. keep an accurate record of all annual and special meetings of the membership and the Board of Directors;
- b. have charge of, and keep on file, all correspondence of the Association;
- c. perform such other duties as may be requested by the Board of Directors.

Section 5. Treasurer. The treasurer shall:

- a. keep a full and accurate account of all receipts and disbursements of the Association;
- b. deposit all moneys of the Association in the name of, and to the credit of, the Association;
- c. submit a written report at meetings of the members and the Board of Directors;
- d. serve as chairman of the Finance Committee;
- e. submit a yearly financial report and proposed budget for the next year at the pre-convention board meeting and at the annual meeting;
- f. perform such other duties as may be requested by the Board of Directors.

Section 6. District Directors. The district directors shall:

- a. coordinate the activities of their district, preside at their district meetings, and act as that district's spokesman;
- b. serve as district representative to the annual business and Board of Directors meetings;
- c. help secure and support a convention chairman when a convention is held in his/her district;
- d. submit at least one project or article from the district for each issue of the *Gleanings*.

ARTICLE VI -- MEETINGS

Section 1. Annual Meeting. There shall be an annual business meeting to be held in conjunction with the annual convention.

Section 2. Quorum. A majority of the registered members at the annual meeting shall constitute a quorum for the transaction of business.

Section 3. Disaster Provision. If circumstances prevent the holding of the annual meeting, the Board of Directors shall be authorized to provide for the conduct of necessary business.

Section 4. Electronic Meetings. The Board of Directors, standing committees, and special committees are authorized to meet by telephone, or through other electronic communications media, so long as all the members may simultaneously hear/communicate with each other and participate during the meeting.

ARTICLE VII -- NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee. The Nominating Committee shall consist of three members, one member per district. They will be nominated and elected by the membership at the annual meeting. The committee shall elect a chairperson. The Nominating Committee shall be empowered to search for, recruit, and propose candidates for all elective offices.

Section 2. Report of the Nominating Committee. At least sixty (60) days prior to the annual convention, the committee shall submit a slate of nominees to the members of the Board of Directors and the *Gleanings* editor, nominating one or more candidates for each office to be filled. Names of all nominees shall be published in, or with, the pre-convention *Gleanings* sent to all members, or mailed to each member no later than thirty (30) days prior to convention.

Section 3. Nominations From the Floor. Nominations may be made from the floor of the annual meeting, provided that the written consent of the nominee has been obtained.

Section 4. Elections. Elective officers of the Association shall be elected by the Association members attending the annual meeting. When there is more than one nominee for an office, the vote for that office shall be by ballot; otherwise the vote may be taken by voice. A majority of the votes cast shall be necessary for election.

Section 5. Term Rotation. The Association president, second vice-president, treasurer and one director from each Eastern, Central and Western districts shall be elected in even-numbered years. The first vice-president, secretary, and one director from each Eastern, Central and Western districts shall be elected in odd-numbered years.

ARTICLE VIII -- BOARD OF DIRECTORS

Section 1. Composition. The Board of Directors shall be composed of all elected and appointed officers and the chairmen of all committees, except that the appointed officers and committee chairmen shall be non-voting members of the Board.

Section 2. Duties. Between annual meetings of the members, in accordance with these bylaws and subject to any orders or directives issued by the members, the Board of Directors shall have the sole power to conduct business on behalf of the Association including the expenditure of any of its funds or resources. The Board shall appoint the Convention Chairman (or Co-Chairmen), and shall select the convention site.

Section 3. Regular Meetings. The Board of Directors shall meet at least twice each year, once prior to and once subsequent to the annual meeting.

Section 4. Special Meetings. The president or a majority of the Board members may call a special meeting of the Board when necessary. Notice of such special meeting shall be sent to each Board member at least thirty (30) days in advance.

Section 5. Quorum. A majority of the voting members of the Board of Directors shall constitute a quorum for any regular or special meeting of the Board.

Section 6. Member Participation. Current members of the Association may attend any meeting of the Board of Directors as observers. Any current member, wishing to bring business before the Board, may do so by submitting a written request to the president prior to the next Board meeting in order that such item(s) of business may be properly included in the meeting agenda.

Section 7. Written Vote. In the interim between meetings of the Board, a written vote of the Board may be taken by postal mail, electronic mail (e-mail) or facsimile (fax) transmission on any matter authorized in these bylaws. Upon the request of the president, or upon the written request of two Board members, such a vote shall be initiated by the secretary and submitted to all voting Board members in writing. Voting shall close twenty- one (21) days after the question has been submitted or, if two-thirds of the voting Board members shall vote on any question(s) submitted in this fashion, the vote shall be counted and the result of the vote shall have the same effect as if cast at a meeting of the Board. The text of the written vote and the final tally of the votes cast shall be recorded in the minutes of the next Board meeting..

ARTICLE IX -- COMMITTEES

Section 1. Standing Committees. There shall be standing committees on the Bylaws, Finance, Membership, Ways and Means, *Gleanings*, Historian and such others as may be deemed desirable by the Board of Directors. Unless otherwise provided in these bylaws, the president shall appoint the chairmen of all standing committees.

Section 2. Special Committees. There shall be such special committees as may be deemed desirable by the president or by the Board of Directors.

Section 3. Duties of Standing Committees.

a. **Bylaws.** The Bylaws Committee shall consist of a chairman and two members. No later than ninety (90) days before the convention, any current member of the Association may propose changes to these bylaws and/or standing rules by submitting such proposed change(s) to the chairman of the Bylaws Committee. After considering all such proposed changes submitted by the members, the Bylaws Committee shall be authorized to edit, clarify, or combine such suggested changes into the form of proposed amendments to the bylaws or standing rules. The Bylaws Committee may also propose amendments of its own. No later than sixty (60) days prior to the annual convention, the Bylaws Committee shall submit to members of the Board of Directors and the *Gleanings* editor a copy of all proposed amendments to be considered at the annual meeting. The complete text of all such proposed amendments shall be published in, or with, the pre-convention *Gleanings* sent to all members, or mailed to each member no later than thirty (30) days prior to convention.

b. **Finance.** 1. The Finance Committee shall be composed of the treasurer, who shall serve as chairman, and three other members appointed by the president at the annual meeting. This committee shall prepare a budget for the following year, such budget to be presented to the Board of Directors at its meeting prior to the Association meeting to be approved at the annual meeting.

2. **Internal Audit Committee.** The president shall appoint a committee of three (3) to audit the treasurer's records at the end of the fiscal year and submit a report for adoption at the annual membership meeting.

c. Gleanings.

1. The *Gleanings* shall be produced with content and on a schedule to be determined by the Board of Directors.

2. The *Gleanings* editor shall work under the direction and supervision of the president. The president shall receive the final draft of each issue of the *Gleanings* before it is printed and mailed to the members.

3. Each district director shall be responsible for one project or article being submitted from the director's district for publication in each issue of *Gleanings*.

4. A summary of the business transacted by the Board of Directors and/or adopted by the members during the annual meeting shall be published in the first *Gleanings* following the convention.

d. Historian. The historian shall collect and compile published articles, photographs and historical data concerning the activities of the Association and its members. The resulting book is to be passed on to the successor.

e. Membership. The first vice president serves as chairman of the Membership Committee and is responsible for keeping the membership roster up to date, producing a current Membership Directory and submitting membership news to the *Gleanings* editor. At the annual meeting, verifies membership of those entering the hall in consultation with the Registration Committee. Reports at Board of Directors meetings and renders an annual membership report at the annual meeting.

f. Ways and Means. The second vice president is chairman of the Ways and Means Committee. The committee makes available sales items at conventions and fills mail orders. Reports quarterly to the president and treasurer, and at the end of the term to the Board of Directors and at the annual meeting.

ARTICLE X -- FINANCIAL COMPENSATION AND LIABILITY

Section 1. Compensation. Officers or members of the Association, with the exception of the editor of *Gleanings* and the workshop teachers, whose compensation shall be set by the Board of Directors, shall not receive any monetary compensation for their services, although they may be reimbursed for any actual documented expenses incurred by reason of their service to the Association, provided that such payment has been approved by the Board of Directors.

Section 2. Liabilities. The Board of Directors shall not have the authority to subject the Association to any indebtedness that could exceed the sum of current treasury funds and current collectible accounts receivable, minus the real and budgeted (projected) accounts payable. The Board shall have no power to levy any special assessments against the Association's members. Members, collectively and individually, shall not be liable for any debts of the Association.

ARTICLE XI -- PARLIAMENTARY AUTHORITY

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Association in all instances in which they are applicable and in which they are not inconsistent with these bylaws.

ARTICLE XII -- DISSOLUTION

Upon any dissolution of the Association, its property and assets shall be distributed as follows:

Section 1. All liabilities and obligations of the Association shall be paid, satisfied and discharged, or adequate provision shall be made thereof.

Section 2. Assets held by the Association upon conditions requiring return, transfer, conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements.

Section 3. Any remaining assets shall be distributed among such charities as may be designated by the Board of Directors. All dues collected and other income of the Association must be used for the purpose of the Association and shall not be to the benefit of any individual member.

ARTICLE XIII -- AMENDMENT

The provisions of these bylaws may be amended at any annual meeting of the Association by a two-thirds vote of those present and voting thereon, provided that text of the proposed amendment(s) shall have been sent to each Association member at least thirty (30) days prior to the meeting at which the amendment is to be acted upon.

Adopted September 5, 1987
Amended August 27, 1988
Amended August 11, 1989
Amended August 11, 1991
Amended August 15, 1992
Amended August 14, 1993
Revised August 12, 1995
Amended April 27, 1996
Amended April 25, 1997

Amended April 24, 1998
Amended April 23, 1999
Amended April 28, 2000
Amended April 26, 2003
Amended April 16, 2004
Amended April 27, 2005
Amended March 31, 2006
Amended April 24, 2009
Amended April 16, 2010

**NATIONAL ASSOCIATION OF WHEAT WEAVERS, INC.
STANDING RULES**

FINANCE:

1. The fiscal year of this Association shall be from January 1 through December 31.
2. Annual Regular membership dues of \$30.00, or \$35.00 for members living outside the USA, and \$15.00 for Associate members, or \$17.50 for associate members living outside the USA, shall be due and payable to the treasurer on January 1 of each year.

GEOGRAPHIC DISTRICTS: This Association shall be divided into three districts as follows:

EAST: Wisconsin, Illinois, Tennessee, Mississippi, Michigan, Indiana, Kentucky, Alabama, Ohio, Georgia, Florida, New York, Pennsylvania, West Virginia, Virginia, North Carolina, South Carolina, Maine, New Hampshire, Maryland, Rhode Island, Connecticut, New Jersey, Delaware, Massachusetts, Vermont, and the District of Columbia.

CENTRAL: Kansas, Minnesota, Iowa, Missouri, Arkansas, Louisiana, Oklahoma, Texas,.

WEST: North Dakota, South Dakota, Nebraska, Montana, Wyoming, Colorado, New Mexico, Idaho, Utah, Arizona, Washington, Nevada, Oregon, California, Alaska, Hawaii.

TRANSFERRING OF FILES: Any elected or appointed officer, or any committee chairman, resigning from office or completing tenure in office shall forward to the president all books, papers, and files pertaining to that office no later than fifteen (15) days after the effective date of such resignation.

MINUTES APPROVAL COMMITTEE: The Minutes Approval Committee of two members shall be appointed by the president to approve the minutes of the Board of Directors and the annual meeting minutes.

AMENDMENT OF STANDING RULES: Standing Rules may be amended by the Board of Directors at any meeting with a quorum present by a majority vote of the members present and voting.

Amended April 23, 1999

Amended April 28, 2000

Amended April 16, 2004

Amended April 24, 2009

Amended April 16, 2010

Amended April 8, 2011

GLEANINGS:

1. The *Gleanings* shall be published no less than 3 times each year. Issues shall be mailed no later than the following dates annually:

Spring issue – 30 days prior to Annual Convention

Summer issue – August 30

Fall issue – November 30

2. The treasurer shall approve an estimate of printing costs before the publication of each issue.

3. In addition to the regular *Gleanings* features, issues will contain business news of the Association deemed necessary by the Board of Directors.