

This association is named "The Open Organisation Of Lockpickers" and is often designated by the abbreviated form "TOOOL" (with all letters capitalized). Herein after, all mentions of "the Association" refer to TOOOL. The original chapter of this Association was established in the Netherlands. However, this document shall pertain to the by-laws of the United States chapters of TOOOL.

Aim & Purpose

The aim and purpose of this Association is the promotion of hobbyist lockpicking and sportpicking and the general education of the public on matters of locks and security on a non-profit basis. The term "sportpicking" refers to all public competitions that focus on non-destructive methods of opening or bypassing physical security devices.

TOOOL pursues this aim in the following ways: by holding regular public meetings, by presenting lectures and training sessions to worthy and appropriate audiences, by publishing academic and professional papers on the topic of physical security, by facilitating sporting events that focus on locks and security hardware, and by establishing and promoting a set of practical and appropriate ethical standards for all involved in the hobbyist lockpicker community.

Administrivia

The existence of TOOOL shall not be limited by any specific period of time.

A working year as recognized by the by-laws of TOOOL shall be defined as January 1st through December 31st as on a standard calendar.

The association shall give all members a copy of these by-laws.

Membership

This Association has four types of members: ordinary members, honorary members, Board of Directors members, and donors. When in this document the generic term "members" is used, that is referring to the first category of individual.

Membership in TOOOL is open to all natural persons who subscribe to the aims listed in this document and who wish to regularly participate in activities organized by this Association, in compliance with our by-laws and policies.

Members are obligated to abide by the entirety of these statutes as set forth in this document and are therefore advised of them and given a copy of them when

joining this Association. Members also contribute annual dues to the Association in an amount determined by the Board of Directors.

Members have the right to attend all TOOOL meetings and can vote on motions put forth in accordance with these by-laws.

Anyone who wishes to become a member of TOOOL shall submit their request in writing to the Board of Directors. The Board will consider all facts and references and judge whether or not the applicant is likely to abide by the rules and policies of the Association.

While members have the right to be recognized and called by titles of their own designation, The Board of Directors keeps a private register in which the real names and addresses of all members shall be recorded.

Non-member individuals who have performed special favors or services to the Association can be nominated as "honorary members" by the Board of Directors and approved by majority vote of the general membership. If designated with this title, an individual shall have all the rights and privileges of an ordinary member, with the exception of any obligation to pay dues.

Donors can be either natural or legal persons who support the Association by financial contributions or other means. Before being accepted as a donor, the Board of Directors shall discuss the character and goals of any donors and vote to either approve of or decline their assistance.

Membership can be terminated in four ways...

If the member dies

If the member renounces their affiliation with the Association in writing

If the member routinely fails to perform duties or pay dues (administrative discharge)

If the member is forcefully terminated for failure to comply with the rules and by-laws (expulsion)

Unless the statutes and regulations stipulate otherwise, a member may only renounce and terminate their affiliation with the organization in writing, and a four-week notice period shall be a part of this process. This period can be shortened or even eliminated if it is deemed unreasonable by the Board of Directors to force the member to continue for the full four week period.

Members shall have the right to terminate their affiliation with the Association immediately (with no notice period) if this step is taken within one month of the Associations' merger or conversion to another legal form.

Forceful termination of membership (expulsion) is possible when a member acts in repeated violation of the Association's statutes or behaves in a way that has a grossly negative impact upon the Association. In order for membership to be forcefully terminated, the Board of Directors will discuss and vote on the matter. The results of this vote are disclosed publicly and the member is notified in writing.

The member shall have the opportunity to be saved from complete termination by the general assembly of members, however. If a majority of the current TOOOL members (the Board of Directors members do not factor in this tally) speak in defense of the member, their full termination shall be suspended and they will be allowed to continue with the Association on a probationary status for a time determined by the Board of Directors. The probationary period shall not exceed one year.

During such a probationary time, the member will not be able to vote on matters put before the general assembly but will still be allowed to participate in TOOOL events. Their attitude and conduct during this period shall be taken into consideration and their full membership status automatically restored at the end of their time of probation if no additional violations of the rules have been observed.

Board of Directors

The Board of Directors consists of general membership individuals who are appointed to the position of Board Member. Appointments can occur by anyone in the general assembly. Appointees are then voted on by the Board of Directors and the results are announced publicly. If a tie vote should occur within the Board of Directors, the full rank of the general membership of the organization may vote and the majority opinion there shall break said tie.

A Board of Directors is in charge of overseeing the Association. The Board of Directors shall have a minimum of three members.

The Board of Directors represents the Association in accordance with the provisions of all applicable laws.

Every six months, the Board of Directors will report to the general assembly of members concerning the Association's progress towards goals, financial status, and matters of policy. The Board of Directors is in charge of overseeing member compliance with the by-laws and taking appropriate steps when persons fail to act in accordance with these regulations.

It is the prerogative of the Board of Directors to rule on any matters not specifically addressed by these by-laws.

Additional Oversight

The general membership can vote amongst themselves (without any votes from members of the Board of Directors) and appoint an independent commission, herein after referred to as an "Auditing Party", of at least two members (none of whom are presently on the Board of Directors) who have the authority to review all financial records and other Board of Directors documentation, communications, etc. The Auditing Party reports any important findings back to the general membership.

Meetings

Active TOOOL Chapters shall hold a monthly meeting. Every third meeting (specifically the ones taking place in February, May, August, and November) are designated as "public meetings" and are to be held in locations fully-accessible to the public (where no entrance fee or membership criteria are required). Such public meetings focus on introducing new people to the hobby and sport of lockpicking, educating the public on the basics of how locks and lockpicks function, and explaining to interested parties the aims and purposes of TOOOL.

Monthly meetings other than the public meeting are for TOOOL members exclusively and can focus on topics of each local chapter's choosing.

All members have access to TOOOL meetings and (with the exception of parties on a Probationary status) can vote on public matters. Probationary members can still attend TOOOL meetings but do not cast any votes.

Member Voting

All powers and authorities not specifically yielded to the Board of Directors shall rest in the public vote of members.

Member votes are handled by means of an electronic bulletin board system which all TOOOL members can access via the internet. Any implementation of such a voting system must include a voter-verified record of all activity, such that members who vote can easily see that their decision was properly recorded and such that members can go back later-on to monitor that their vote has not been changed.

These by-laws can be modified by vote of the TOOOL membership. Any such potential for a change in by-laws must be announced at least one week in advance of the vote.

When a change in by-laws is proposed, full text of the new by-laws is to be made available, with particular notice emphasized concerning any and all text section(s) to be changed. Discussions follow, and summaries of arguments made should be published within two days if the parties espousing those viewpoints wish to have them considered by all voting parties. One week after the proposal of new by-law text, the changes are voted upon.

Most matters put forth before the membership are decided by simple majority vote. Changes to the by-laws require at least a two-thirds majority vote of the TOOOL membership.

Dissolution of the Association

The dissolution of TOOOL can only happen by vote. Like changes to the by-laws, a two-thirds majority is needed for this to happen. Notification of such a proposed action and the specific procedure for such a vote is handled in accordance with the by-law amendment process described above. In the event of such a vote being carried, the organization shall be dissolved in one month's time. All members will be immediately notified of the results of the vote.

In the event of any remaining equipment, finances, or other matters of value at the time of the dissolution of TOOOL, these resources should be liquidated as quickly as is prudently possible and the proceeds shall be used to cover all debts and outstanding fees owed by the organization. All remaining monies shall be divided equally among the Board of Directors, unless an alternate method is proposed and agreed to by a two-thirds vote.