

# GREENE COUNTY BEEKEEPERS ASSOCIATION

## CONSTITUTION AND BYLAWS

Amended and effective February 21, 2017

### Article 1 NAME, PURPOSE AND LOCATION

**Section 1.01** The name of this organization shall be the Greene County Beekeepers Association (GCBA). It is a non-profit corporation formed under the laws of the State of Ohio, ORC 1475 and all other applicable law, with gross annual receipts of under \$5,000 with the registered EIN 34-2000262. The purpose of this organization is to assist and educate beekeepers, to maintain our individual rights as beekeepers, to encourage beekeeping as a hobby and as an industry, to promote beekeeping methods, and to create a positive public image of beekeeping. The offices of GCBA shall reside in the County of Greene, Ohio.

### Article 2 MEMBERSHIP AND DUES

**Section 2.01** Individuals who are interested in beekeeping and subscribe to the objectives of this organization may join by paying dues.

**Section 2.02** There shall be four categories of Membership in the GCBA as follows:

- 1) Regular Member – an annual dues-paying member, entitled to all benefits of the Association and voting privileges.
- 2) Associate Member – Immediate family or a youth member (ie. 4H, Scouting, etc.) who does not pay dues. Entitled to Association benefits but does not have voting privileges. NOTE: Associate membership is typically limited to immediate family and youth only; exceptions must be approved by the Executive Committee.
- 3) Life Member – A regular member who has prepaid a minimum of 10-years dues in advance; or a member who is 65 or older, who has been a paying Regular member for at least 10 years, who has contributed significantly to the Association and has been awarded “Life Member” status by the Executive Committee. Life members are relieved from paying dues but are entitled to all benefits of the Association and voting privileges.
- 4) Professional Member – a business entity which sponsors beekeeping through contributions to GCBA and are approved by the Executive Committee. Professional members shall be entitled to 1 regular membership (with all benefits of the Association and voting privileges). Professional members may also be permitted to advertise in Association publications (ie. Newsletter, Web site) with approval of the Executive Committee

**Section 2.03** The Executive Committee shall set the dues for each category of membership annually. Dues shall be due and collected based on the calendar year commencing in February of each year.

**Section 2.04** The current dues structure for membership shall be published in appropriate GCBA publications no later than the 1st day of February of each year.

**Section 2.05** Only members in good standing (dues paid) may vote at any meeting, and only the primary member of a Family membership is entitled to vote. Members in arrears (dues not paid) for ninety (90) days shall be dropped from the rolls.

## **Article 3 THE EXECUTIVE COMMITTEE**

**Section 3.01** The Executive Committee shall be the governing body of the Association and shall be responsible for managing the property of and conducting the business and all other affairs of the Association. The Executive Committee may delegate business and affairs to the membership or to committees, but retains overall governing responsibility and authority. The Committee shall consist of a up to ten (10) Committee Members; such officers being the President, Vice-President, Secretary, Treasurer, Communications Director, the immediate Past President, plus a minimum of two “at-large” members from the general membership.

**Section 3.02** A President, Vice-President, Secretary, Communications Director and Treasurer shall be elected by ballot at the last meeting of the calendar year. Officers are elected to serve a term of one year. “At-large” members may be either volunteers or elected as membership circumstances dictate.

**Section 3.03** Any vacancy occurring on the Committee between elections of the Association shall be filled by affirmative vote of the remaining Executive Committee. A Member so selected shall serve until the next election.

**Section 3.04** At the first meeting of the Executive Committee following the last general meeting of the calendar year, the Committee shall organize itself and organize any sub-committees and appoint sub-committee chairs. These Chairs shall attend Executive Committee meetings as business requires. The Executive Committee shall make rules for its own governance.

**Section 3.05** The Executive Committee shall meet once every 4 months (at least 2 times per year). Special Meetings may be called by the President or by any three officers provided notice is given each other officer at least five days prior to the Special Meeting, its purpose clearly stated and no other business conducted at such meeting. A quorum of the Board shall be required to conduct any business of the Association, such quorum being at least four officers. Meetings may be conducted in a physical location or ‘virtually’ via teleconference or other electronic means.

**Section 3.06** IAW ORC Chapter 1745, No Director, Officer, Committee Member, or any volunteer member working on behalf of the GCBA shall be held liable for any of their actions excepting gross negligence and shall be indemnified and held harmless from any consequences of their actions (ORC 1745.56).

## **Article 4 DUTIES OF OFFICERS**

**Section 4.01** It shall be the duty of the President to preside at meetings of the Association, create agendas for meetings, coordinate its activities, and perform all duties usually pertaining to this office. A Presidential nominee must have been a member in good standing for at least the past beekeeping season. It is preferred that the President held a seat on the Executive Board the prior year.

**Section 4.02** In the absence or disability of the President, the Vice-President shall perform all the duties of the President. The Vice-President shall coordinate and organize annual events such as the “Honey Harvest” and other outreach events/activities. The Vice-President

shall also serve as the Chair of the Nominating Committee and act as the primary election official, supervising nominations, elections and balloting.

**Section 4.03** The Secretary shall perform such duties as are usual to this office; shall keep the minutes of all proceedings and record the same, create and maintain various volunteer lists/sign-up sheets such as refreshment lists, swarm capture lists, event lists; maintain historical documents and coordinate or conduct routine Association paper correspondence such as invitations to guests and thank you cards to speakers. The secretary will provide copies of minutes, lists, or other materials for publication/dissemination to the Communications Director.

**Section 4.04** The Treasurer shall take membership applications for new membership and keep a roster of members; receive all funds of the Association and deposit same in a two signature checking account in a federally insured bank or Credit Union. The Treasurer will disburse funds not already budgeted for only as authorized by a majority vote of the membership at any meeting of the organization, provided a quorum is present, maintain accurate records of income and disbursements and make these records available to any member on request. The Treasurer shall prepare an annual (calendar year) financial statement for submission to the GCBA board at the first board meeting in the new calendar year. In addition the treasurer shall file an IRS 990-N, electronic postcard with the IRS after the 1st of January, but no later than the 15th of May each year to maintain Tax Exempt status. The treasurer will perform other such duties as are usual to this office.

**Section 4.05** The Communications Director shall be responsible either individually or via coordination with members or sub-committees to coordinate official GCBA communications; to publish and mail, or email, a newsletter to all members; to coordinate or maintain a Website and/or other official Internet communication; to interact with the media, educators, public officials or the general public to disseminate information on the Association and on beekeeping; to maintain the membership email mailing list; to ensure the membership is informed of known pending or existing legislation affecting beekeepers, of beekeeping techniques, diseases or any scientific or technical matter affecting beekeeping.

**Section 4.06** The Executive Committee shall present to the membership, for its approval, at the first scheduled meeting of the Calendar year (usually February), a budget for the upcoming year. Once approved, the Officers shall authorize expenditures in accordance with the budget and may exceed budget line items by not more than 10% without approval of the membership. In any case the Officers may not expend any non-budgeted funds in excess of \$100 without approval of the membership.

## **Article 5 COMMITTEES**

**Section 5.01** At the first organizational meeting of the Executive Committee, the Officers shall propose and organize sub-committees and recommend Chairs to each sub-committee. Committees and Chairs will be approved by a majority vote of the members at a general meeting.

**Section 5.02** The standing committee of this association shall be An Auditing Committee to report on the correctness of the Treasurer's accounts, to ensure that expenditures are consistent with the budget and other authorizations and to conduct an audit at least

annually in the month following elections, or at any time the Treasurer's duties are passed to another member.

**Section 5.03** The Executive Committee shall propose other special committees as needed or as may be directed by majority vote of the members present at any meeting, provided a quorum is present.

## **Article 6 MEETINGS, PROCEDURES AND QUORUM**

**Section 6.01** The Meeting Calendar shall be established and published by the Executive Committee no later than the third week of January of the calendar year. Meetings are typically held each month except for December and January, but this may vary by vote of the members. Elections and other year-end business should be conducted during the final meeting of the calendar year (typically November).

**Section 6.02** Special Meetings of the membership may be called by the President or, in his absence, by the President-elect; or upon application of 25% of the members, the President shall call such a meeting. Notice of time, place and purpose of the meeting together with statement of business to be voted upon, shall be given in writing, personally, mailed, or emailed to each member, not more than 20 days or less than 10 days before the meeting. No other business shall be transacted except that for which the meeting was called.

**Section 6.03** 5% of the membership in good standing, present and in person shall constitute a quorum for the transaction of business.

**Section 6.04** Members in good standing shall be entitled to one vote. Elections shall be by ballot and plurality of votes cast shall elect. All other matters shall be by a majority vote of members present in person and voting unless otherwise provided by law or in these Bylaws.

**Section 6.05** Nominations may be made from the floor provided that the nominee is present and consents to the nomination or has given such consent in writing when not present.

**Section 6.06** Robert's Rules of Order, as revised, shall govern all proceedings of this Association.

**Section 6.07** The calendar year shall also be the fiscal year.

## **Article 7 AMENDMENT**

These Bylaws may be amended at any meeting by a two-thirds vote, a quorum being present, provided notice of such amendments and the nature thereof shall have been mailed or emailed to the membership at least ten days prior to the date of the meeting

## **Article 8 IRS-MANDATED PROVISIONS FOR EXEMPT ORGANIZATIONS**

**Section 8.01** Said organization is organized exclusively for charitable, educational, or scientific purposes, including, for such purposes, the making of distributions to organizations that qualify under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Section 8.02** No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for

services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

**Section 8.03** No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

**Section 8.04** Notwithstanding any other provision of these articles, the organization shall not carry on any other activities no permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal revenue code, or the corresponding section of any future federal tax code.

**Section 8.05** Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **CERTIFICATION OF CONSTITUTION AND BYLAWS**

The undersigned, Secretary of the Greene County Beekeepers Association, hereby certifies that the foregoing is a true and correct copy of the Constitution and Bylaws of the organization as amended on February 21, 2017 by the members of the organization.

/s/ Frances Abrams

Frances Abrams, Secretary

Dated: February 13, 2018