

# **Knox County Beekeepers Association**

## **BYLAWS**

### **Article I - Membership**

#### **Section 1.1 Application for Membership**

Any person interested in apiculture and wishing to further the activities of this association may become a member upon payment of annual dues as set forth in these by-laws. Upon payment of dues, the Board of Directors has up to 30 days in which to revoke a membership if it is determined that the member in question does not adhere to the KCBA Constitution and Bylaws, or for any reason the Board of Directors see fit. The Board of Directors decision is final. Members agree to respect and uphold the KCBA Constitution and By-Laws.

#### **Section 1.2 Membership Classification**

The membership classes shall be as follows:

1. Individual Membership
2. Individual Lifetime Membership
3. Minor Membership under 18 years of age
4. Honorary Lifetime Membership.

#### **Section 1.3 Fees**

The board of directors shall set Individual membership fees. Minor membership shall be free. Honorary Lifetime Membership shall be free.

#### **Section 1.4 Membership Voting Rights**

Each Individual Membership in good standing shall be entitled to one vote. Minor membership has no voting rights.

#### **Section 1.5 Fiscal Year**

Fiscal year of the association shall begin on the first day of January and end on the last day of December.

#### **Section 1.6 Expiration of Membership**

Membership is terminated when the annual dues are not paid for the following year. Membership benefits will expire on June 1.

#### **Section 1.7 Termination of Membership**

The Board of Directors may terminate a membership by a majority vote of the Board of Directors for any reason the Board of Directors determines appropriate. Reasons for termination may include but are not limited to; violation of the KCBA Constitution and Bylaws, failure of good behavior, theft, a negative public display towards KCBA members and guests, and representing KCBA, or themselves, in a negative light to the public or beekeeping community. A terminated member may request a hearing in writing, to be held at a general membership meeting, where the question to overturn the board's decision may be proposed and voted on by a simple majority of the membership present. Termination of membership is permanent. The vote of the membership shall be final. With a majority vote at any regular meeting, the Membership may also vote to remove any member that they determine has violated the KCBA Constitution or Bylaws, or is disruptive to the orderly activity of KCBA.

#### **Section 1.8 Reinstatement of Expired Membership**

A former member of good standing will be reinstated upon having paid his/her annual dues. There shall be no partial year dues payments.

#### **Section 1.9 Transfer of Membership**

Membership in the Association is not transferable or assignable.

### **Article 2 - Regular Membership Meetings**

#### **Section 2.1 Conduct of General Membership Business Meeting**

The President, or in the President's absence, the Vice President shall preside over the General Membership Business Meeting. While Roberts Rules of Order will be used while conducting the business part of the meeting, the intent of the meeting is to be a social gathering as well as an exchange of ideas, promotion of new ideas and learning from round table discussions and speakers. With these goals in mind, the actual business part of the meeting shall be held to a minimum. Any committee reports shall be given in summary form. Detail reports will be posted on the clubs web site.

#### **Section 2.1.1 Quorum**

A quorum for conducting business shall be 50 % of members in good standing.

#### **Section 2.2 Annual Meeting**

The annual meeting of members of this association shall be held in October of each year with the time and location to be determined by the Board of Directors. Notice shall be given in writing or through electronic mail at least ten (10) days prior to the date of said meeting. The election of Trustees will be held during the annual meeting. The Nominating Committee shall present the ballots with nominees already accepted. Additional nominations will be accepted from the floor. One ballot per membership may be cast.

#### **Section 2.3 Special or Emergency Meeting**

Special or Emergency meetings may be called by the board of directors.

### **Article 3 - Board of Directors**

#### **Section 3.1 Members of Board of Directors**

There shall be a Board of Directors consisting of the elected Trustees, Officers, and Committee Chairpersons. All members are invited to attend the Board of Directors meetings. Voting members of the board include the Trustees, Officers and Committee Chairpersons.

#### **Section 3.2 General Powers and Authority**

The Board of Directors shall have full charge of the affairs, funds, management, property, and control of the Association subject only to the action of the members. The decision by the Board of Directors on any questions concerning interpretation of the bylaws shall be final.

#### **Section 3.3 Term of Directors**

The term of Trustees to the Board of Directors shall be for a period of three (3) years; the Trustees shall serve for a term as defined in Section 4.5 of these Bylaws.

#### **Section 3.4 Removal or Replacement of a Board Member**

Any Board Member may be removed from office for cause by the vote of a majority of the Board following a hearing detailing the cause for removal. The President, with the approval of the remaining Board will appoint a replacement of a Board Member.

#### **Section 3.5 Resignation of a Board Member and Replacement**

If a Board Member resigns, the resignation shall become effective on the date outlined in the letter of resignation. The President shall appoint a new member with the approval of the Board, and that member shall then fill the remaining term of the office appointed.

#### **Section 3.6 Compensation of Directors**

There shall be no compensation for any members of the Knox County Beekeepers Association (KCBA) who provides service(s) in the name of KCBA.

#### **Section 3.7 Voting Rights of Directors**

Each Board member shall be entitled to one vote on each issue brought before the Board requiring a vote. In case of a tie, the President shall decide the question. A quorum of 4 members of the Board of Directors is required for a vote.

#### **Section 3.8 Conflicts of interest**

No Board member may vote upon a matter coming before the Board or any other committee in which he or she has a direct financial interest. Immediately upon becoming aware that such a conflict may exist, a Board member must disclose the existence of the potential conflict to the Board members and withdraw from further deliberations on the issue, and refrain from voting on the matter. Any such disclosure and

withdrawal shall be fully documented in the minutes of the meeting. Failure to adhere to this policy may be grounds for removal from the Board.

## **Article 4 - Officers**

### **Section 4.1 Officers**

The Officers of the Association shall include a President, a Vice president, a Secretary, a Treasurer, and Trustees.

### **Section 4.2 Qualification of Officers**

The Board of Directors shall elect the Officers of the Association from the Trustee members of the Board of Directors. Members must be in good standing. Good standing is defined as any member that abides by the Constitution and Bylaws and represents the goals and mission of KCBA.

### **Section 4.3 Election**

The election of officers shall be held at the first board meeting after the KCBA annual meeting.

### **Section 4.4 Term of Officers**

Term of offices shall be for a period of one year and shall commence on January 1<sup>st</sup> following the election, and end on December 31<sup>st</sup>.

### **Section 4.5 Term and number of Trustees**

Trustees will number 6. Two Trustees will be elected to a 3-year term to the Board of Directors at each annual meeting by the membership. At ratification of the KCBA Constitution and Bylaws, 6 trustees will be voted onto the board of directors and be assigned a term of office. Two will be elected to serve each of and for; 1, 2, and 3 year terms.

## **Section 4.6 Job Duties, Positions Descriptions and Powers of Officers**

### **Section 4.6.1 The President**

The President shall be the chief executive officer of the Association and shall have general supervision over the business and operations of the Association, subject to the control of the Board. The President shall execute, in the name of the Association, all contracts, and other instruments approved by the Board. Additionally, the President shall appoint a board member to file any documents that require filing by any governmental authority. In general, the President shall perform all other duties incident to the office of President and such other duties as may be assigned by the Board. The President's duties include chairing Board meetings and the General Membership Business Meeting.

### **Section 4.6.2 Vice President**

The Vice President shall assume the duties of the President in his/her absence. Be responsible scheduling and coordinating all regular meetings and perform any duties delegated by the President.

### **Section 4.6.3 Secretary**

The Secretary shall attend all regular meetings and meetings of the Board. The Secretary shall record all votes and take accurate minutes of the meetings and keep a book for that purpose. In general, the Secretary shall perform all duties incidental to the office of Secretary and such other duties as may be assigned by the President.

The Secretary shall summarize the minutes of the regular meetings to be presented to the general membership. A copy of these minutes shall be posted on the membership web site.

The Secretary shall maintain a current paid membership list and provide updated lists to the membership committee

### **Section 4.6.4 Treasurer**

The Treasurer shall have custody of Association funds and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association. The Treasurer shall have full authority to receive and give receipts for all money due and payable to the Association, and to endorse checks and drafts, in its name and on its behalf and to give full discharge for the same.

The Treasurer shall deposit all funds of the Association, in such banks or other places of deposit as the Board may designate. The Treasurer shall have the authority to issue checks in the amount up to five hundred (\$500.00) dollars. Any amounts above this amount shall require the approval of the Board of Directors.

The Treasurer shall summarize a report to be presented to the general membership. A copy of the Treasurer's report shall be posted on the membership web site.

#### **Section 4.6.5 Trustees**

The trustees are voting members of the board. From the Trustees the Board of Directors will elect the officers.

### **Article 5 - Meetings of Directors**

#### **Section 5.1 Place of Meetings and Notice**

The Board of Directors shall hold as many meetings as may be called by the President or any two (2) members of the Board of directors. The time and location of each Board meeting will be given at least 72 hours in advance and will try to accommodate member's schedules. Notice of the Board meeting shall be by phone or transmitted electronically.

#### **Section 5.2 Emergency Board of Directors Meetings**

The President when issues arise that warrant such an action; or when a majority of the Members of the Boards petition, in writing, phone or electronically, for such a meeting; can call emergency meetings. The grounds for an issue(s) to qualify for an emergency meeting must be narrowly defined and of a nature that if not addressed until the next regularly scheduled Board meeting the Association could suffer adverse consequences. The only business to be conducted at an emergency meeting will be the resolution of the subject issue(s) described in the petition. Emergency Board of Directors meeting may be carried out virtually through phone, email, or any other virtual means and must be recorded by the Secretary in the minute's record book.

#### **Section 5.3 Quorum for Board of Directors**

A quorum of the Board of Directors shall consist of at least four (4) participating Board members.

#### **Section 5.4 Conduct of Board Meetings**

The President, or in the absence of the President, the Vice President shall preside over Board meetings. The President shall establish rules of the meeting that will freely facilitate debate and decision-making. Roberts Rules of Order will be followed in conducting the meeting.

Minutes of all Board meetings shall be taken by the Secretary and recorded in the minute's record book.

### **Article 6 - Committees**

#### **Section 6.1 Committees**

The Association shall have committees. The President retains authority for all committee appointments. The President appoints each committee chairperson. A committee may have one or more members. The President determines the term of committee chairperson. The president shall seek council from the Board and volunteers to fill the appointments.

### **Article 7 - Association Records**

#### **Section 7.1 Association Records**

The Association President, Secretary and Treasurer shall keep at their home, office, or other secure location the KCBA records appropriate to their office. The various committee Chairpersons retain records appropriate to their committee assignments at their home and send copies to the Secretary. Committee Chairperson must surrender their KCBA records to their successor or, in the case of an Ad Hoc committees records, surrender the records to the Secretary. The Treasurer will maintain the Association's

current and ongoing financial records in at least one off site location so no loss of records or transactions will be lost in case of loss of the Treasurer's immediate records. The President and Secretary shall have access to the records; though have no ability to change these records.

### **Section 7.2 Transfer of records**

All records, documents and minutes are the property of KCBA and are to be surrendered and transferred to the newly elected Secretary or President. These records shall form a chain of events from previous Boards of Directors and Membership decisions. Transfer of all records, documents and minutes shall take place after the election and before January 1st of the next calendar year.

## **Article 8 – Videotaping and Recording**

### **Section 8.1 Videotaping and Recordings**

KCBA is a private organization and respects the privacy of its members and guests. Videotaping and recordings are permitted at any and all functions of KCBA with a favorable vote of 100% of the members and guests present. The meeting chairman must agree to allow videotaping or audio recordings of KCBA meetings. If the meeting chairperson agrees, then that chairperson will survey the members and guests present and all must agree to allow videotaping or recordings. Videotaping and recording of KCBA meetings and gatherings may not be reproduced for commercial purposes or personal gain or for any negative display of KCBA members or guests. The term "commercial purposes" does not just mean a use where the videographer makes money, but also includes use in connection with a product or service or to promote a particular viewpoint.

## **Article 9 - Affiliations**

### **Section 9.1 Affiliations**

This Association shall be an affiliate of the Ohio State Beekeepers Association and shall actively support this organization. The President shall represent or appoint a delegate for the position of trustee, in accordance with the bylaws of the Ohio State Beekeepers Association, Inc. Said delegate shall hold membership with this Association and with the Ohio State Beekeepers Association Inc.

## **Article 10 - Ratification**

**These Bylaws** shall be ratified by a 2/3-majority vote of founding members present at the first meeting.

## **Article 11 - Amendments**

These bylaws may be amended by the Board of Directors and approved by a 2/3 vote of members at any regular business meeting. Any amendments to these bylaws shall be referenced and added at the end of these bylaws.

### **Date of Ratification: May 21, 2012**

#### **Founding Members:**

Jeff Gabric	Susan Brown	Margareta Craye	Jim Obrien
Jim Williams	Franklin Brown	Kees Craye	Linda Obrien
Todd Hickman	Richard Shoots	Aubrey Craye	Susie Fish
Phil Blubaugh	Phyllis Duncan	Mike Michalski	Tom Fish
Roberta Robey	Dan Pelton	Eric Simpson	Marsha Kelso
John Schmidt	Jeanette Pelton	Anthony Simpson	Jess Kelso
Jennifer Schmidt	Josh Watterson	Beverly Simpson	Jason Bennett
George Myers	Maggie Buccicone	Carlton Simpson	Fred Kinsler