

Knox County Beekeepers Association

CONSTITUTION and BYLAWS

Knox County Beekeepers Association CONSTITUTION

Article I

Name: The name of this association shall be Knox County Beekeepers Association, commonly known as KCBA. KCBA is a non-profit unincorporated association under the laws of the State of Ohio and does not receive, nor will receive any government funding and is not affiliated with any government organization.

Article II

Purpose: The purpose of KCBA is to provide a forum of learning and fellowship, for beekeepers in Knox County Ohio. Anyone with an interest in bees and beekeeping is welcome to join who agree to uphold the KCBA Constitution and Bylaws.

Objective: The objective of KCBA shall be to promote the further interest and improvement of apiculture and to educate beekeepers and the public about bees and beekeeping.

Article III

Membership: Membership in KCBA is a privilege, not a right. The KCBA Constitution and Bylaws are binding for all participating members and attending guests.

Membership Requirements: Membership applications are set forth in the KCBA Bylaws. Any person interested in apiculture and wishing to further the activities of this association may become a member upon payment of the annual dues determined and set forth in the KCBA Bylaws. Membership is open to all who agree to uphold the KCBA Constitution and Bylaws. Membership shall be available without discrimination because of race, color, national origin, religion, sex, age or handicap.

Voting: Each type of membership as described in the KCBA Bylaws shall have one vote.

Article IV

Meetings: The general membership of KCBA shall hold regular meetings throughout the year to accomplish the purpose and goal of this association and shall include one annual meeting for the purpose of electing Trustees to the Board of Directors as describe in the KCBA Bylaws.

The KBA Board of Directors shall hold meetings throughout the year to accomplish the purpose and goals of this association as describe in the KCBA Bylaws.

Article V

Officers: The officers of this association shall be a President, Vice President, Secretary, and Treasurer. The board will elect officers from their membership annually as outlined, in the KCBA Bylaws.

Board of Directors: The board of directors shall consist of Trustees elected by the general membership as outlined in the KCBA Bylaws. Board voting members also include Committee Chairpersons.

Trustees: The trustees shall be elected at the annual meeting and serve a term as set forth in the Bylaws.

Committee Chairs: Committee Chairs are volunteers and shall be appointed by the President with the approval of the majority of the Board of Directors, and shall serve at the pleasure of the Board of Directors.

Article VI

Finances: This Association shall use a cash basis for accounting purposes.

Dues: Dues will be paid annually as set forth in the Bylaws.

Right to Act: No officer or member has the right to incur any debt or become involved in any business under the title or by implying the title of this association in any way unless given full authority to do so by the Board of Directors.

Article VII

Videotaping and recordings: Videotaping and recording are permitted, at any and all meetings and gatherings of KCBA, in accordance to the Bylaws of KCBA.

Article VIII

Ratification: This constitution shall be ratified by a 2/3 majority vote of members present, in good standing, a regular meeting.

Article IX

Amendments to Constitution: Amendments to the KCBA constitution may be submitted for a first reading at any regular business meeting of the association by the board of directors or any member in good standing. Emails and mail may also be used for the first reading. The amendment may be adopted at the next regular meeting and require a 2/3 majority favorable vote of the members in good standing that are present.

Article X

Dissolution of Association: A two-thirds vote of the membership shall be required to dissolve the association. Upon dissolution of the association, any assets remaining after payment of all debts and liabilities shall be paid over to a charitable or non-profit organization that has purposes consistent with KCBA purposes. The Board of Directors are charged with making the final decisions but no part of the remaining assets of the Association will be paid or distributed to an officer, Trustee, or any member of the Association.

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 a common meeting protocol 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 club's web site.

Section 2.1.1 Quorum

A quorum for conducting business shall be members in good standing present at any regular meeting.

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, and 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 board offices shall be for a period of one year and shall commence on January 1st following the election, and end on December 31st.

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.

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.

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 amount 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. The Treasurer shall prepare an annual report of receipts and disbursements and perform such duties as are usual to this office including presenting an annual budget. The Treasurer shall maintain a current paid membership list and provide updated lists to the membership committee.

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. Common business protocol will be followed in conducting the meeting.

Minutes of all Board meetings shall be taken by the Secretary and made available on the club's website.

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. The Board of Directors shall appoint a Finance Committee to report on the correctness of the Treasurer's accounts and to ensure that expenditures are consistent with the budget and other authorizations and to conduct a Financial Reconciliation at least annually and at the time the Treasurer's duties are passed to another member.

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 committee's 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 guest. 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 at a regular meeting by a 2/3-majority favorable vote of members in good standing.

Article 11 - Amendments

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

Date of Ratification: June 22,2025

Article 12 - Amendment to the Constitution Requirements to be exempt as an Organization described in section 501(c)(3) of the Internal Revenue Code

Section 12.1 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 12.2 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 12.3 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 12.4 Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not 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 12.5 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 37 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.