

BYLAWS

Columbia Gorge Beekeepers Association

ARTICLE I – Purpose

The organization seeks to unite the beekeepers of the greater Columbia Gorge area. Its functions are to create a social environment in which to train and nurture new and existing beekeepers in both the art and science of beekeeping, and to provide educational opportunities around all aspects of raising and promoting beekeeping.

ARTICLE II – Membership

Section 1:

Types - There are four types of memberships, including individual, family, honorary, lifetime honorary. Annual dues are required by individual and family memberships. Honorary members and lifetime honorary members will not be required to pay annual dues. The Executive Board (Board) will determine, by simple majority vote, those members or nonmembers who will be given honorary membership. The entire membership will determine by simple majority vote at a formal general membership meeting whom may be given lifetime honorary membership.

Voting - To qualify as a voter, each member must be in good standing (dues current) at the moment of voting. Good standing will be assessed by the Treasurer's official record of dues payment and who have not had their membership suspended or revoked by the Board. Each paid membership, individual or family, shall be allotted one (1) vote. Honorary members are allotted one vote. The President will only vote to make or break ties.

Elections for Board officers and other votes that require membership participation will be managed by the Board and Secretary or authorized representative. Membership voting will occur by paper ballot or by email, one vote for each paid membership. The President shall not vote except to make or break ties. The membership will be notified of the results of the vote no later than the next meeting following the vote. Ballots and email votes will be kept for two full years and can be audited at the request of any member.

Section 2:

Qualifications - any individual or family with a genuine interest in the welfare of bees and/or other pollinators, whether a beekeeper or not, may become a member of the Organization by completing a membership application and the payment of appropriate dues.

Membership - All applications for membership must be made by filling out the membership form and submitting to the treasure or authorized representative and must be accompanied with annual dues.

The treasurer or authorized representative will maintain a current membership list online and also available at all membership meetings when membership voting occurs. Notification of Dues Owed will be sent to each member during December for the following year. Dues shall be collected at (or shortly before) the beginning of each calendar year which runs from January - December. After January, dues for new members may be prorated, according to the organizations current policy.

Volunteering - Members are encouraged to support the organization's activities by volunteering. Officers are encouraged to approach members to support their responsibilities as Board members. However, only the President may approve a support person to attend Board or committee meetings in place of the officer.

Dues - Fees and dues will be reviewed annually by the Executive Board or earlier if determined

necessary by the President, but prior to the annual Notification of Dues Owed.

Scholarship - The Board will determine any scholarships to be provided to members or nonmembers by a simple majority vote.

Section 3:

Termination - A member may be terminated as a member if they fall behind 30 days or greater in payment of their annual dues, or if said member disregards the Articles and Bylaws of this Organization. Termination requires a majority vote by the Board.

Section 4:

Annual Meeting - The Columbia Gorge Beekeepers Association will hold an Annual Meeting every January to present to members the current fiscal report, results of past activities, planned future activities, annual goals, and the election of Officers.

Section 5:

Special Meeting - A Special Meeting can be called by a majority of the Board, or by a majority of general membership. The Secretary must receive, in writing, the reason and purpose of calling a Special Meeting before it can be scheduled. The Special Meeting must be scheduled within 30 days of receipt of demand by the Secretary. Only matters within the purpose set out in the meeting notice may be conducted at a Special Meeting of members.

Section 6:

Notice of Meeting - All members entitled to vote are required to receive notice of the next Organizational meeting, even if monthly, and said notice will include date of meeting, time the meeting will commence, and location of said meeting. Notification of upcoming meeting will be at least seven (7) days prior to the meeting, and notice can be given via mail, email, or a member-inclusive text system.

Section 7:

Quorum - A quorum of the membership must be available at any general or special meeting where there is to be voting. A quorum is defined, as per Oregon law, as those votes represented at a meeting (all present). A quorum of majority (half plus one) of Officers is required for any voting within a Board meeting.

Section 8:

Proxy Voting - Proxy voting may be allowed if a member completes a Proxy Voting Form and the Secretary receives it prior to the vote. A Proxy Voting Form is, by OAR, good for eleven (11) months. Voting by proxy can be terminated by a signed request by the original voter, by the proxy voter, and by the end of the eleven month period.

ARTICLE III – Board

Section 1:

Duties - The Executive Board consists of all duly elected Officers. The President will chair the organization's Executive Board. The Board will create and enforce policy, manage finances, prepare strategic plans and organize member meetings and special events. The Board will operate with the highest level of ethics and integrity in all aspects of governing. The Board shall meet as the President determines to conduct the business of the organization.

Section 2:

Number - The officers of the organization shall consist of six executive officers (President, Vice President, Secretary, Treasurer, Director of Education & Events (DEE), and Member at Large (MAL)). With the exception of the office of President, a member may hold two offices simultaneously if no other member is elected to either of those offices.

Section 3:

Terms & Election - Officers (except Member at Large) will be elected by the majority of members present at an annual election meeting held early in the calendar year. Nominations for officers will be submitted by the membership and voted on by secret ballot. The newly elected officers will assume duties at the close of the election meeting.

Section 4:

Removal - An Officer is elected by the Membership so must be removed by the Membership. An Officer can only be removed by the same number or greater of members that voted said Officer into office. The Secretary's and Treasurer's records will verify what that number needs to be.

Any officer may be temporarily suspended by a vote of "no confidence" by a majority of other members of the Board. This "no confidence" vote must be announced at least 30 days in advance and can only occur with 100% of Board officers in physical attendance (excluding the officer in "no confidence" status, if necessary). When a "no confidence" vote occurs, the effect is immediate and binding. A voted decision of the majority of the Board will determine if the Board Officer in question is suspended and the duration of said suspension. The Board may choose to hear an appeal of the "no confidence" vote no sooner than 30 days following the vote.

Section 5:

Vacancies - If a vacancy occurs and the remaining term is one year or less, the Board will appoint a replacement by simple majority. If more than a year remains in the term of office, a vote of the membership will be required.

Section 6:

Quorum and Action - Any voted decisions made by the Board will require a majority quorum of Officers (half plus one). The Secretary will be responsible to record those in attendance and the voting results. A Board decision is immediately active unless a specific delay in action was part of the motion voted upon.

Issues - Issues, except elections and amendments or changes to the constitution/bylaws shall be decided in meetings of the Executive Board by a simple majority vote of quorum of Board members then present and in good standing. All officers have an equal vote, including the President; however, the President will have only the ability to make or break any ties. The Board will approve disbursement of the organizations non-budgeted funds by majority vote.

Section 7:

Regular Meetings - The President will preside over all regular meetings unless unable to be present at which time the Vice President will preside. The President will work with the Secretary regarding the agendas at membership meetings. The President will only vote to make or break ties. The Secretary will assist the President in keeping the meeting on the planned agenda, and will take appropriate notes of votes, decisions, and membership input during the meeting.

Section 8:

Special Meetings - Unless the Special Meeting is called regarding duties and/or performance of the President, the President will preside over the Special Meeting. The Vice President will preside if the President is unable to attend or is the subject of said Special Meeting. The President, assisted by the Secretary, will keep the meeting to the stated point and purpose of the meeting. The Secretary will insure all members are notified prior to the meeting, and will keep meeting minutes of what transpires.

Section 9:

Electronic Meetings - The Board may hold an occasional meeting by electronic means (defined as via computer or telecommunications), but every effort should be made to hold Board meetings in person.

ARTICLE IV – Committees

Section 1:

Executive Committee - The Executive Committee, known as the Board, consists of all elected Officers of the Organization. The elected officers shall constitute the CBA Executive Board (Board). The President will chair the CBA Executive Board.

Section 2:

Other Committees - Committees are defined as long term groups whose members are appointed by the President to conduct activities of the organization. Committee updates will be provided at each Board meeting.

Task Groups are defined as short term groups to conduct individual tasks of the organization.

Section 3:

Composition of Committees Exercising Board Functions - No recognized committee shall make Board-level decisions for the Organization unless such authority is pre-approved by the Board.

Section 4:

Quorum & Actions - All designated committees and task groups will operate under a majority decision, and all said decisions will be reported back to the Board. Whenever possible, every committee will have a Board member as part of that committee.

Section 5:

Limitations on Power - No committee or task group may make a decision that will command the Board or general membership to any action. All committee or task group decisions will be reportable rather than decisive unless pre-authorized to make action decisions by the Board.

ARTICLE V – Officers

Section 1:

Titles - The officers of the organization shall consist of six executive officers (President, Vice President, Secretary, Treasurer, Director of Education & Events(DEE), and Member at Large (MAL)). With the exception of the office of President, a member may hold two offices simultaneously if no other member is elected to either of those offices.

Section 2:

Election - The officers will be elected at the election meeting for a two year term or until the next scheduled election and will serve until their successor is elected. In the case where no nominations are presented by the members, the President may appoint a member for the remaining term. In the case where the membership fails to nominate a President, the elected/ appointed Board members may appoint a President for the remaining of that term. The Member at Large will be the outgoing President after the first full two-term President has held that position within the Organization.

Section 3:

Vacancies - If a vacancy occurs and the remaining term is one year or less, the Board will appoint a replacement by simple majority. If more than a year remains in the term of office, a vote of the membership will be required.

Section 4:

Other Officers - Vice President – The Vice President will work closely with the President to help direct, lead, and represent all aspects of the organization. The Vice President will be responsible for all planning at the direction of the President. In the absence of the President, the Vice President will assume the responsibilities of the President. The Vice President also works closely with the DEE to ensure appropriate staffing and organization of planned events.

Member at Large (MAL) – The MAL will be the outgoing President or, if no outgoing President, will be elected by the membership. The MAL represents the membership at all Board and membership events. It is the role of the MAL to keep the pulse on the needs of members and ensure an effective assessment of the Board, strategic plan, ethics and integrity in all aspects of the organization is occurring. The MAL will maintain a suggestion and comment box at all membership functions and provide this and any other relevant feedback to the other Board members in a timely fashion.

Director of Education & Events (DEE) - The DEE is responsible for organizing and overseeing Board-approved organizational education and events as well as the organization's Calendar of Events. The DEE will ensure that all events are publicized through the organizations' Facebook and PUB website, as well as other appropriate social media. The DEE is also responsible to ensure that said education and events are appropriately staffed and organized, and will work closely with the Vice President regarding said events.

The Organization maintains the right to designate other specific Officer positions as needed. If short-term (one year or less) the Board may designate said position. If for longer than a year the position will be by vote of the membership.

Section 5:

President – The President shall be the directing head and chief executive officer of the organization, and shall preside at all meetings. He or she will be responsible for working with the Secretary regarding the agendas at membership and Board meetings. He or she shall act as chair of the Board, appoint all committees and task groups not otherwise provided for, fill all office vacancies taking place between elections, call all special meetings of the Board and of the general membership when needed or as provided for in the Articles and Bylaws. He or she shall be responsible for seeing that all officers, elected or appointed, perform their respective duties and take the initiative in all matters pertaining to the welfare of the organization and its membership. The President will assign responsibilities not provided for in the Articles and Bylaws to appropriate Board members, committees, and task groups. The President will represent the interest of the organization and its members to the public, other organizations, and in particular, the Oregon State Beekeepers Association. The President of the organization is automatically a member of the OSBA Executive Board and should attend the meetings of that Board and report back to the club members.

Section 6:

Secretary – The Secretary will work with the President to prepare agendas and necessary handouts (not otherwise provided for) at general membership and Board meetings. He/she will take accurate minutes of the regular and executive meetings and file them for the organization. The Secretary will present past minutes of the previous meeting to be approved at the meeting following. The Secretary will ensure the door is managed at all membership meetings. The Secretary will also be responsible for the filing all formal documents and non-treasury records of the organization.

Section 7:

Treasurer – The Treasurer will manage the dues program, donations, financial organization, and maintain a system of records. He or she will maintain a checking and any other necessary bank accounts to receive dues and donations and to pay all bills and responsibilities in a timely manner as approved by the President, Board and membership of the organization. All spending will be approved by the Board through either an agreed upon annual budget or by Board vote at meetings, via email, or conference calls. The Treasurer will maintain membership records in real time available to all Board members and will ensure an independent audit of funds and records is accomplished on a regular schedule to be decided by the Board. The Treasurer will have a fiscal summary of the organization ready to present at all meetings.

ARTICLE VI – Amendments to Articles or Bylaws

Section 1:

Amending or Changing the Bylaws - Amendments or changes to the Bylaws must be approved by greater than two thirds of the voting membership at a pre-announced general membership meeting. The vote shall be by ballot or email. Changes or amendments to the Bylaws will be announced at two consecutive meetings and the vote held no sooner than the second meeting following the initial announcement.

Section 2:

Both the Articles and current ByLaws will be available to members only upon

ADDENDUM

Addendum 1:

For the first year of the Columbia Beekeepers Association (2017) the officers will be voluntary and interim until the annual election of officers in early 2018. At that time the offices of President and Secretary are up for nomination and election of any member in good standing. The offices of Vice President and Treasurer will be up for nomination and election in early 2019. The membership will elect a Member at Large to be in office until a President is retired from office and can serve as such.