

**V.1.1.4**

# **Black Swamp Beekeepers Association**

Founded April 11<sup>th</sup>, 2017

Bylaws & Procedures

**President - Jamie Walters**

**Vice-President – Adam McDowell**

**Treasurer – Mary Zebolsky**

**Secretary – Nancy Krouse**

**Historian – Dee Walters**

**Chairperson – Bev Gray**

**Chairperson – Cathy McDowell**

## **Dates of Amendments to Bylaws & Procedures**

- 2/13/18 Shelly Ort stepped down as Historian, Dee Walters was nominated and voted in to fulfill the position.
- 2/13/18 Michele Colopy, OSBA Treasurer stated we need to add the IRS language to our by laws. This was proposed and voted upon, motion passed. Language added.
- 11/13/18 Doug Severt was elected as Vice President. Vote count by Cathy McDowell, recorder Dee Walters, over watch Dan Hiler.
- 6/11/19 The President (Jamie Walters) & Historian (Dalyla Walters) were voted out by the remaining board members. By-laws will need updated to votes taken this date. The membership voted the remaining board members, reinstating the President & Historian. New elections; Vice President – Adam McDowell, Treasurer – Mary Zebolsky, Secretary – Nancy Krouse, Chairlady – Cathy McDowell, Chairlady – Jane Newman.
- 11/12/19 Jane Newman stepped down from Chairperson. Bev Gray was nominated - Elections were held unapposed in all positions. New board members are now set for 2020.

## **Article 1 NAME, PURPOSE, & LOCATION**

The name of this organization shall be Black Swamp Beekeepers Association. It is a non-profit unincorporated association formed under the laws of the State of Ohio, with the purpose to assist and educate beekeepers, to maintain our individual rights as beekeepers, to encourage beekeeping as a hobby and as an industry, to promote natural beekeeping and methods, and to create a positive public image of beekeeping. The associations main area shall be in the County of Defiance Ohio, but also support the surrounding counties. Regular meetings will be held the 2<sup>nd</sup> Tuesday of each month; 7pm, February thru November at Defiance Extension Office, unless otherwise voted upon.

## **Article 2 MEMBERSHIP AND DUES**

**Section 2.1** The membership will be open to any resident of Defiance and any neighboring counties who are primarily interested in apiculture and all its phases. The members shall complete a membership & waiver form, then pay yearly dues for regular membership, this will be an amount set forth by the current board of directors. Any new member joining the organization at the November meeting will be paid up for the following year. Annual dues must be paid on or before March 31<sup>st</sup> of the current year, to be considered in good standing.

**Section 2.2** There shall be three categories of Membership in the Black Swamp Beekeepers Association as follows:

***Regular Member*** – an annual dues-paying member, entitled to all benefits of the Association and voting privileges.

***Associate Member*** – Immediate family or a youth member (ie. 4-H, 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.

***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.

**Section 2.3** 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 2.4** The current dues structure for membership shall be published in appropriate BSBA newsletter publication no later than the 1st day of February of each year.

**Section 2.5** 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 sixty (60) days shall be dropped from the rolls.

**Section 2.6** Should an elected member of the Executive Committee fail to pay annual dues during his or her term in a timely manner that person will cease to serve in the office held, and a vacancy will be filled by an interim appointment by the Executive Committee until a special election can be held to fill the position.

### **Article 3 THE EXECUTIVE COMMITTEE**

**Section 3.1** 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 up to eight (8) Committee Members; such officers being the President, Vice-President, Secretary, Treasurer, Historian, the immediate Past President, plus two Chair members from the general membership. The Committee shall consist of seven (7) Committee Members till there is a Past President.

**Section 3.2** Any member may run for an elected position with the following parameters: Candidates for any office must be members for the current year. All candidates must attend at least 5 general membership meetings in the current year.

**Section 3.3** A President, Vice-President, Secretary, Treasurer, and Historian shall hold their office till he / she steps down from that office or 2/3 of majority vote for elections of that office.

**Section 3.4** 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 3.6** 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 3.6** 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 three officers. Meetings may be conducted in a physical location or ‘virtually’ via teleconference or other electronic means.

**Section 3.7** No Director, Officer, Committee Member, or any volunteer member working on behalf of the Black Swamp Beekeepers Association 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.

#### **Article 4 DUTIES OF OFFICERS**

**Section 4.1** It shall be the duty of the President to preside at meetings of the Association, 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. Must complete and submit the Affiliate Association Program Renewal Form by August 31<sup>st</sup> each year. The President shall not have a vote on any proposal brought before any meeting except in the event of a tie vote by the Executive Committee.

**Section 4.2** In the absence or disability of the President, the Vice-President shall perform all the duties of the President. 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 4.3** The Secretary shall record minutes of all meetings, including general membership and Executive Committee meetings, which shall include the financial statements as reported by the Treasurer, and the names of all attendees at monthly meetings. He/she shall receive and forward mail to the Executive Committee for action and respond to such mail at the direction of the Executive Committee. The Secretary shall give all notices required by law or provided for by the By-Laws. The Secretary shall provide written minutes to the membership. The Secretary shall prepare election ballots and distribute ballots to paid members at the Annual Meeting in November. The Secretary shall have custody of the official records of BSBA. An article of club activities and monthly speakers must be submitted to OSBA on a yearly basis.

**Section 4.4** 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 (3 officers minimum) is present, maintain accurate records of income and disbursements and make these records available to any member on request. The Treasurer shall make an annual report of receipts and disbursements and perform such duties as are usual to this office. January till February 1<sup>st</sup> the annual financial report and upcoming year's budget must be submitted and pay the affiliate membership fees to OSBA. The Treasurer shall have custody of all insurance policies, contracts, leases, and similar documents.

**Section 4.5** The Historian is to maintain all historical documentation of the BSBA newsletter, club activities, and events. He/she will keep a scrapbook of the years events. Scrapbook, supplies, copies, etc will be reimbursed by the Treasurer with proof of receipts.

**Section 4.6** The Executive Committee shall also be responsible either through its Members or its sub-committees or special assignments to publish and mail, or email, a newsletter to all members; to interact with the media, educators, public officials or the general public to disseminate information on the Association and on beekeeping; 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 4.7** 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 funds in excess of \$100 without approval of the membership.

## **Article 5    REMOVAL**

**Section 5.1** Any member of the Executive Committee may remove an officer from his or her office for cause if, in the judgment of the Committee, such person's actions or statements can reasonably be expected to damage or reflect detrimentally on the reputation of the Black Swamp Beekeepers Association.

**Section 5.2** Any member of the Executive Committee may remove a member for cause if, in the judgment of the Committee, such person's actions or statements can reasonably be expected to damage or reflect detrimentally on the reputation of the Black Swamp Beekeepers Association.

## **Article 6    COMMITTEES**

**Section 6.1** 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. Elections will be conducted in November of each election year.

**Section 6.2** 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. Audit will be conducted in February of each year.

**Section 6.3** 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. Example: Membership Committee, Publicity Committee, Outreach Committee, Fair Committee, etc.

**Section 6.4** The Executive Committee shall set approved vendors, use of organizations purpose of use by illicit sales, promotions, or views without written consent and prior approval from the Committee.

## **Article 7 MEETINGS, PROCEDURES AND QUORUM**

**Section 7.1** 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 October).

**Section 7.2** 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 7.3** 5% of the membership in good standing, present and in person shall constitute a quorum for the transaction of business.

**Section 7.4** Members in good standing shall be entitled to one vote. Elections shall be by ballot and plurality of votes cast shall elect. The ballots will be counted by two members of the general membership chosen by the current President at the time of voting. Neither member may be a candidate for any position in the current election. 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. The winners of the elections will assume their respective offices on January 1<sup>st</sup> following the

November elections.

**Section 7.5** 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. You may not elect yourself for executive committee.

**Section 7.6** Robert's Rules of Order, as revised, shall govern all proceedings of this Association.

**Section 7.7** The calendar year shall also be the fiscal year, January – December.

## **Article 8 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. A vote will not take place until two consecutive meetings have passed and receiving any proposed changes to the bylaws.

## **Article 9 DISSOLUTION**

Should the club vote to disband, all general funds remaining after debts and other accounts are settled will be donated to Ohio State Beekeepers Association as recognition for all their past support of the Black Swamp Beekeepers Association.

## **Article 10 Amendment to the Constitution**

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

**Section 10.1** 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 10.2** 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 10.3** 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 10.4** 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 10.5** 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 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.

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Agenda of  
Black Swamp Beekeepers Association  
Monthly Meeting

1. Welcome
  - a. Pledge of Allegiance
  - b. Introduction of Executive Committee
  - c. Introduction of New Guest(s)
2. Reports
  - a. Secretary
  - b. Treasurer
  - c. Committee(s)
3. Old Business
4. New Business
5. Break
6. Guest Speaker (1 hour - Presentation / 15 minute - Q&A)