

# CONSTITUTION AND BYLAWS

## of the Green Valley Beekeepers Association, Inc.

### ARTICLE I: NAME

**Section I:** The name of this organization is **Green Valley Beekeepers Association, Inc.** (“the Association”). The Association is incorporated as “not for profit” under the laws of the Commonwealth of Kentucky and shall conduct its business in compliance with the Internal Revenue Code requirements for an IRC 501(c)(3) tax-exempt organization.

### ARTICLE II: OBJECTIVES

**Section I:** The objectives of this nonprofit organization shall be:

- To provide a forum for the exchange of information, ideas, and views of mutual interest to beekeepers;
- To provide education on the practical aspects of beekeeping and to encourage the use of better and more productive methods.
- To foster cooperation and fellowship between members of the Association, the Kentucky State Beekeepers Association, and other beekeeper associations.
- To promote understanding and cooperation between the Association and the community in the art and science of apiculture.
- To promote the interests of the Association membership which relate to bees and beekeeping; and
- To promote the use of honey, honey products, and other hive products.

### ARTICLE III: AFFILIATIONS

**Section I:** The Association is affiliated with the Kentucky State Beekeepers Association.

**Section II:** The Association may affiliate itself with any other beekeepers association if the following conditions are met:

- Conditions of affiliation are reasonable and do not place a burden upon the fiscal structure of the Association and its members.
- The objectives of the proposed Association for affiliation are in harmony with those of this Association as listed in Article II of this Constitution and Bylaws.
- Written notice of the proposed affiliation has been sent to the members of this Association prior to the scheduled meeting at which a vote will be taken.
- A quorum of members is present at the scheduled meeting and two-thirds of the members attending vote for the proposed affiliation.

**Section III:** The Association may disassociate itself from affiliation with any beekeepers association by a two-thirds vote at any scheduled meeting if a quorum is present and if written notice of the proposal has been sent to members of the Association not fewer than fifteen days prior to the meeting.

### ARTICLE IV: MEMBERSHIP

**Section I:** Any individual, or a family unit, interested in beekeeping without regard to race, color, religion or creed, national origin or ancestry, gender, sexual preference, or age may join the Association by paying a single annual membership fee. For the purpose of paying dues and voting, a family unit is defined as a unit comprised of any combination of related persons, including unmarried domestic partners, living in the same household.

**Section II:** Any member actively involved in beekeeping will be classified as a voting member upon payment of the regular annual dues.

**Section III:** Any member that is not yet established in beekeeping with one or more colonies will be classified as an associate member upon paying the regular annual dues. Associate members shall have all the benefits of full membership except the privilege to vote on the Association's business. Upon notification to the President or any other officer that they have become an active beekeeper, an associate member will be immediately reclassified as a voting member. This membership classification shall not apply to otherwise classified voting members who have experienced 100% colony loss due to any reason during the past twelve (12) months.

## **ARTICLE V: DUES**

**Section I:** Annual membership dues will be reviewed and set for the next calendar year by the Board of Directors prior to the December membership meeting.

**Section II:** The annual dues shall be received by the Treasurer for deposit in the general bank account of the Association. Membership renewals shall be due during the first two weeks of the new fiscal year, which begins January 1 of each year. Membership dues will expire on December 31 of each year. The full amount of the dues will be collected through June 30 of the current fiscal year, after which the amount will be prorated by the treasurer.

**Section III:** Any member of the Association who becomes delinquent in payment of dues shall be dropped as a member at the end of the month next following their anniversary date. A person who has been dropped from the membership roster for non-payment of dues may rejoin as a new member by paying the annual amount for dues.

**Section IV:** Members in good standing shall become lifetime members on their 80<sup>th</sup> birthday and will no longer be subject to dues payments.

## **ARTICLE VI: OFFICERS AND DIRECTORS**

**Section I:** The leadership of the Association shall be vested in a Board of Directors consisting of the officers as provided for in Section III of this Article, one director chosen at large by the membership, one director for each county in which the Association has four or more member households as of the October membership meeting each year, and the immediate past president who shall be a designated director. If the immediate past president is elected to another position on the Board of Directors, or if there is not an immediate past president, that position shall remain vacant. The Board of Directors shall act on behalf of the membership with respect to policy and procedures, administrative decisions, and shall meet quarterly, or more frequently if necessary, and make reports to the general membership of its actions. The President shall act as chairperson of the Board of Directors.

**Section II:** The officers and directors of the Association shall be members in good standing. The Definition of "Term in office" is one (1) calendar year for officers and directors. Candidates for an officer position may serve the remainder of his/her predecessor's term and two additional terms before mandatory expiration of term of service. A candidate for an officer position will be qualified for that position if the position was other than the one in which he/she previously served, or there has been a two-year break in service from the position previously held.

**Section III:** The officers of the Association shall consist of a President, Vice President, Secretary, and Treasurer.

**Section IV:** The officers and directors shall be elected by majority vote when a quorum of members is present at the November meeting of each year and shall serve in that capacity for the next calendar year.

**Section V:** In case of a vacancy in the position of Vice President, Secretary, or Treasurer, the Board of Directors shall appoint a member to serve during the remainder of the term.

**Section VI:** If a directorship becomes vacant during the year, the position will remain vacant until the annual election.

## ARTICLE VII: DUTIES OF OFFICERS AND DIRECTORS

**Section I:** The President has the prime responsibility for the Association and the direction of its activities. The President shall preside at all meetings of the Association using regular parliamentary procedure and Robert's Rules of Order. The President shall appoint all special and standing committees and shall perform such other duties as the Association may direct. The President shall be authorized to make deposits and disbursements, should the Treasurer be unable to perform these duties, and shall be a signatory to the Association's financial accounts. The President shall be an ex officio member of all committees except the Nominating Committee.

**Section II:** The Vice President shall be the chairperson of the Program Committee and shall perform all duties of the President in his/her absence or during the remainder of the term if there is a vacancy in the position.

**Section III:** The Secretary shall record the minutes and proceedings of the Association at each meeting and event; file and preserve all its documents including accurate records of the quantity and location of all Association property; attend to all correspondence of the Association unless directed otherwise by the President; notify the members and general public of regular meetings and other activities; and attend other duties that naturally pertain to the office.

**Section IV:** The Treasurer shall be chairperson of the Finance Committee and shall receive and disburse monies of the Association and shall keep a complete and accurate record showing the receipts and disbursements. Expenditures in excess of \$50.00 must be approved by the Board of Directors. The Treasurer shall keep a record of current association finances ~~and membership~~ and make the information available at each business meeting and shall attend to those duties that naturally pertain to the office.

**Section V:** The role of an individual director is to participate in board meetings to enable the board to reach decisions and make sure that the Association's objectives as stated in Article II and its obligations are fulfilled. In addition, one elected director will be appointed to keep a record of the current membership and to make that information available to the board of directors upon request.

## ARTICLE VIII: COMMITTEES

**Section I:** Standing committees may be appointed by the President at the January membership meeting and shall serve for the calendar year. The following are standing committees:

- A. Program Committee. The function of this committee is to schedule speakers to present informative and educational programs at regular monthly meetings of the general membership.
- B. Bylaws Committee. The function of this committee is to periodically review the Association's bylaws and other governing documents and make recommendations as needed to the general membership.
- C. Finance Committee. The function of this committee is to advise the Board of Directors and the general membership on matters pertaining to the finances of the Association including, but not limited to, budgeting for special events and projects. The Finance Committee shall periodically review the Association's books, including receipts and disbursements, bank records, reconciliations, and report its findings to the Association.

**Section II:** Ad Hoc committees shall be appointed by the President from time to time for specific short-term tasks. Ad Hoc committees will receive from the President a set of written instructions defining the scope of the committee's task, limitations placed on the task, and when the task is to be completed. Ad Hoc committees may vary in size from one to any number and remain in effect until the task is completed.

- A. A Nominating Committee consisting of three members of the Association shall be appointed by the President no later than the September meeting of each year. The committee shall consist of no more than one member of the Board of Directors. The committee shall nominate and present a slate of officers to the members at the October meeting of the year. Other names may be nominated from the floor at the October meeting.

- B. The Awards Committee consisting of three members of the Association shall be appointed by the President no later than the September meeting of each year. The committee shall be charged with selecting a member in good standing to receive the Outstanding Beekeeper Award based on the member's service to the Association, its members, the community, and his/her contribution in promoting good beekeeping practices. The Outstanding Beekeeper Award shall be announced and presented to the recipient at the November meeting.
- C. Other Ad Hoc committees may be appointed by the President with approval of the Board of Directors.

**Section IV:** A Parliamentarian shall be appointed by the President who is knowledgeable of Robert's Rules of Order and the Constitution and Bylaws to assist and advise the President in managing meetings according to parliamentary procedure and making rulings on points of order when there is a dispute. The Parliamentarian shall serve as chairperson of the Bylaws Committee.

**Section V:** A Communications Director shall be appointed by the President to promote the activities and goals of the Association through available media sources including television, radio, newspaper, social media, newsletter, the Internet, and other available resources. The Communications Director shall be an ex officio member of the Board of Directors.

## **ARTICLE IX: MEETINGS**

**Section I:** There shall be regular meetings of the Association to be held on the first Monday of each month. The President may change a meeting date during the month if circumstances require it. Meetings may be combined with special events such as dinners, picnics, field days, etc. The place and time of meetings shall be at the discretion of the President.

**Section II:** In addition to the regular meetings, special programs and events may be presented any time during the year.

**Section III:** Members of the Association shall be notified by mail, email, or by other means as appropriate, of the time and place of each meeting or special program.

**Section IV:** Guests are welcome and encouraged to attend meetings; however, only voting members in good standing may vote on any business conducted at the meetings.

**Section V:** Meetings of the Board of Directors may be called as provided in Article VI., Section I at a time, place, and manner determined by the President or a majority of the board members with not less than twenty-four hours' notice to all board members. Board of Directors' meetings require a majority of the board members to be present for a quorum.

**Section VI:** The Board of Directors may utilize video or on-line meetings in lieu of meeting in person when appropriate or necessary. All meeting requirements such as the necessary quorum, parliamentary procedures, and recording of minutes remain applicable to these types of meetings. Minutes of the Board meetings, after approval by the Board, shall be made available to the membership by the Secretary.

## **ARTICLE X: QUORUM**

**Section I:** Twenty percent of the paid voting members of the Association shall constitute a quorum for the transaction of any business of the Association.

## **ARTICLE XI: ASSOCIATION RECORDS**

**Section I.** Upon completion of their term of office, each officer shall deliver all Association records in their possession to their successor.

**Section II.** The Secretary shall be charged with maintaining the official records of the Association, including the Articles of Incorporation, the Constitution and Bylaws with the most recent amendments, and the minutes of all general membership and Board of Directors meetings, for posterity and upon completion of their term of office delivering same to his/her successor. Minutes of previous meetings shall be distributed to the membership by electronic means prior to the next scheduled membership meeting so that members can familiarize themselves with actions that may have been taken at the previous membership meeting.

## **ARTICLE XII: DISSOLUTION**

**Section I.** Upon the dissolution of the Association, all property and records of the Green Valley Beekeepers Association, Inc. shall automatically become the property of the Kentucky State Beekeepers Association. All monies in the treasury of the Association, if any, shall be assigned to the Kentucky State Beekeepers Association subject to any and all outstanding liabilities of the Association and in compliance with any IRC 501(c)(3) requirements and regulations.

## **ARTICLE XIII: FISCAL YEAR**

**Section I.** The fiscal year of the Association shall begin on January 1 and end on December 31.

## **ARTICLE XIV: AMENDMENTS**

**Section I:** When a quorum of members is present, this Constitution and Bylaws may be amended by a two-thirds vote of the members present at any regularly scheduled meeting, provided that a written notice of the proposed amendment(s) has been sent to each member of the Association not fewer than 15 days prior to the scheduled meeting as evidence by the postmark.

**UPON APPROVAL BY TWO THIRDS (67%) OF THE MEMBERSHIP ELIGIBLE TO VOTE AT A MEETING AT WHICH THE PRESCRIBED REQUISITE NOTICE HAS BEEN GIVEN TO THE MEMBERS AND IN WHICH A QUORUM IS PRESENT, THIS CONSTITUTION AND BYLAWS SHALL SUPERSEDE ALL PREVIOUS VERSIONS AND SHALL BECOME EFFECTIVE UPON PASSAGE.**

**Article VI, Section I and Article IX, Sections V and VI were amended and approved by the membership this 1st day of August 2022.**

**ATTEST:**

**President** \_\_\_\_\_  
**Steve Hahus**

**Secretary** \_\_\_\_\_  
**Micah Zielinski**