



Pemi-Baker Beekeepers' Association Bylaws

REV. DRAFT

ARTICLE I Name

Section 1 The name of this organization shall be PEMI-BAKERS BEEKEEPERS' ASSOCIATION (henceforth called the Association).

Section 2 The Association shall be a 501(c)(3) non-profit organization incorporated under the laws of the State of New Hampshire.

ARTICLE II Objective

Section 1 The objective of the Association shall be to:

- a) Encourage the study and advancement of apiculture in this area.
- b) Encourage and promote fellowship among members and beekeepers everywhere.
- c) Educate the public through beekeeping school and other local events.

ARTICLE III Membership

Section 1 Membership shall be open to all persons interested in promoting the objectives of the Association, upon payment of annual dues.

Section 2 The dues shall be fixed by the Executive Committee and payable:

- a) In person, at the annual meeting, which takes place in January.
- b) Online, through the website: www.pemibakerba.org.

Section 3 Only members with current paid dues shall possess voting rights. The board shall have the authority to establish and define non-voting categories of membership. A member can have their membership terminated by a majority vote of the Executive Committee upon actions of gross misconduct.

Section 4 Lifetime membership may be conferred upon an officer, after 5 years of service, upon recommendation by the Executive Committee and approved by a majority vote of members at a regular association meeting.

ARTICLE IV Organization

Section 1 **Officers/Directors:** There shall be at least five directors who are not related by blood or marriage. There shall be a President, Vice-President, Treasurer, Secretary, and one "Other Officer". All officers are to be nominated by the Nominating Committee and elected at the annual meeting.

Duties of Officers:

- a) The President shall call and preside at all meetings of the Association and the Executive Committee, appoints and is an ex-officio member of all committees except the Auditing and Nominating.
- b) The Vice-President, in the absence of the President assumes the rights, powers, and duties of the President.
- c) The Secretary shall keep accurate records of all meetings of the Association and the Executive Committee.
- d) The Treasurer is the Financial Officer of the Association, and shall keep all permanent financial records. The Treasurer shall pay all bills for the Association, and submit all records as required to the State of New Hampshire and the Internal Revenue Service.
- e) **The "Other Officer" shall have duties associated and dependent upon the needs of the Association.**

Section 2 Executive Committee shall consist of the officers of the Association. It shall have general charge of policies, make appropriations as are required to carry on the work of the Association, determine its policies, and to direct its affairs. The Executive Committee fills any vacancies, and enforces the Association Bylaws.

Section 3 Election and Term of Office

Officers shall be nominated by the general membership, through the Nominating Committee. The term of office for each position shall be one year, or until a successor is elected.

Section 4 Standing Committees exist to carry out the purposes of the Association.

Chairs are appointed by the President to serve for one year. Chairs are responsible for choosing a committee as needed. The following committees are recommended:

Nominating, Newsletter, Webmaster, Fundraising, Video Librarian, Bee School.

Duties of the Standing Committee Chairs:

- a) Nominating Chair has a committee of two members. The President appoints the Chair, and the Chair chooses two members.
 - 1) The Nominating Committee will select a list of candidates for the officers. These selections will be voted on at the Annual Meeting held in January.
- b) Newsletter Editor shall be responsible for publishing the PBBA newsletter to include meetings, events, and reviews for members, and education for the public.
- c) Webmaster will administer the website for the Association
- d) Bee School chair will consist of the Executive Board.
 - 2) The Bee School Committee will oversee the annual PBBA Bee School.

ARTICLE V Meetings, Notices, Quorums and Rules of Procedure

Section 1 Meeting:

- a) There shall be an annual meeting held in January to conduct Association business: elect officers, and fix dues.
- b) Special meetings may be called by the President, Vice-President, or two members of the Executive Committee.

Section 2 Notices:

- a) All regular meetings are scheduled one year in advance, and are listed on the website.
- b) The membership shall be notified about special meetings either by email, phone call or the Association website.

Section 3 Quorums:

- a) A quorum consists of 20% of the paid members of the Association.
- b) Any three members of the Executive Committee shall constitute a quorum for that Committee.

Section 4 Rules of Procedure:

- a) Orderly parliamentary procedure shall be the final authority of the Association on all questions of procedure not covered by these bylaws.
- b) Any revisions of the Bylaws must first be approved by the Executive Board, then sent to the entire membership at least 30 days in advance of a vote.
 - 1) The Bylaws may then be voted on, and passed by a majority vote when a quorum is present.

ARTICLE VI Dissolution and Conflict of Interest

Section 1 Dissolution:

- a) Upon the dissolution of the Association, after paying all debts, its assets shall be distributed to one or more charitable organizations for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 2 Conflict of Interest:

- a) Any possible conflict of interest on the part of any member of the board, shall be disclosed in writing to the board and made a matter of record through an annual procedure. In addition, the board member shall disclose any conflict of interest when a specific issue or transaction comes before the board.
- b) Where the transaction involving a board member, or officer exceeds five hundred dollars (\$500) but is less than five thousand dollars (\$5,000) in a fiscal year, then a two-thirds vote approving the transaction is required.
- c) Where the transaction involved exceeds five thousand dollars (\$5,000) in a fiscal year, then a two-thirds vote approving the transaction and publication of a legal notice in the local newspaper is mandatory, together with written notice to the Charitable Trusts Unit. The minutes of the meeting shall reflect that a disclosure was made; that the interested Director and all other Directors with a pecuniary transaction with the charity during the fiscal year were absent during both the discussion and the voting on the transaction.
- d) Every new member of the Board will be advised of this policy upon entering the duties of his or her office. The board will comply with all requirements of New Hampshire law in this area and the New Hampshire requirements are incorporated into and made a part of this policy statement.