Bylaws

Bylaws of the Tupelo Beekeepers Association

Prepared by:  2020 Board of Directors

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Revision: 1.00 – Original

This document is the complete Bylaws and Charter of the Tupelo Beekeepers Association (TBA) as approved by the Board and the General Membership on this 9th Day of November 2020.

ARTICLE I – PURPOSE AND GOALS

1. PURPOSE: TBA is a non-profit organization that raises awareness of the products and services of the honeybee hive, encourages cooperation among local beekeepers, contributes to the advancement of education about beekeeping and its related activities, and offers support to our members and neighboring communities.
2. GOALS:
   1. To engage in educational and helpful activities focused on beekeeping and related activities as a common foundation.
   2. To learn more about honeybees, bee evolution, and beekeeping techniques.
   3. To promote the practice and enjoyment of beekeeping.
   4. To educate others about honeybees and beekeeping.

ARTICLE II- RIGHTS AND LIABILITIES

1. HOLD HARMLESS RESPONSIBILITY FOR ACTIONS
   1. Each member’s participation in TBA is strictly voluntary. Each member realizes that participation in TBA activities may involve bee stings, which may cause an allergic reaction. All members shall be responsible for their own conduct and actions as well as those of their guests. Each member and guests of members accepts sole responsibility and all liability for their conduct, behavior and actions and agrees to indemnify and hold harmless TBA, its Officers, its members, and any business (including owners, staff and patrons) where meetings or organization gatherings are held from any and all claims or liability whatsoever resulting from actions of TBA, its members and guests of members. Through membership in TBA, each member agrees to and is bound by this article.
   2. No individual general member nor any member of the Board, nor any authorized representative of TBA shall be personally liable for any debt, obligation or conduct of other member’s guests of the organization.
   3. No member shall receive compensation for services rendered to the organization except as otherwise approved by the Board. A member may be reimbursed for expenses reasonably incurred on behalf of the organization, subject to approval and/or preapproval of the Board. No reimbursement will be made without a paid receipt.
2. RIGHTS OF MEMBERS: Active members of TBA shall have the right to vote on organization matters (See Article V).

ARTICLE III – MEMBERSHIP

1. MEMBERSHIP POLICIES
   1. GENERAL MEMBERSHIP
      1. General Membership is unlimited and open to any individual person interested in beekeeping, who will support the charter and basic policies of this organization, subject only to compliance with the provisions of the bylaws. Only members of the organization shall be eligible to participate in its business meetings or serve in any of its elective or appointed positions.
      2. The purpose of General Membership is to provide guidance and assistance to the Board on issues that are within the purview, charter, and function of the organization.
      3. General Membership provides an opportunity to give feedback on issues and concerns that need to be brought to the attention of the BOARD.
      4. General Membership affords a pool of members to draw from for the election of the Board, and all members a vote in the annual election of that Board.
   2. EMERITUS MEMEBERSHIP
      1. Voted and approved during a general membership meeting.
      2. Must have been a member in good standing for 10 years.
      3. Has held a leadership position in the past.
      4. Minimum of 65 years old.
      5. Does not pay annual fees.
      6. Maintains all voting rights.
      7. Status is for life of the member.
   3. ELIGIBILITY: All persons are eligible for membership. Membership in this organization shall be available without discrimination.
   4. MEMBERSHIP YEAR: Membership in TBA is in effect from January 1 through December 31 of a given calendar year.
   5. DUES: Dues are outlined in Appendix I.
   6. SUSPENSION AND EXPULSION FOR CAUSE
      1. Any member may be suspended or expelled from membership upon a showing of willful disregard of these bylaws or other actions detrimental to TBA in any way, as determined by a majority vote of the Board. Should the Board not come to a super majority vote (4 board members), the decision will go to the General Membership via an anonymous vote.
      2. The charges against the member will be considered at a regular Board Meeting or a Special Meeting called for that specific purpose and announced to the general membership via email or other electronic means 10 working days prior to the Board Meeting. The member will be notified of the charges and date, time and place of the meeting. The member may appear and respond to the charges and/or bring one (1) member to speak on their behalf.
      3. The decision of the Board shall be final.
   7. REINSTATEMENT: A suspended or expelled member, or one who has resigned with disciplinary action pending, may be returned to full membership upon written application and with a two-thirds approval vote of the Board.
2. MEMBERSHIP ORGANIZATION
   1. BOARD OF DIRECTORS
      1. The purpose of Board to provide responsible leadership, structure, conduct business and be responsible for the management of the affairs of the organization.
      2. Board Members must have been members in good standing for the past three (3) months.
      3. The Board shall consist of five (5) elected Officers (elected by the Organization) as follows:
         1. President
         2. Vice President
         3. Treasurer
         4. Secretary
         5. Member At Large
      4. The Board may create committees and committee leads as needed.
   2. ELECTION OF OFFICERS
      1. Term of office is one year.
      2. Election of Officers shall be held at the Meeting in November of each year.
      3. Nominations for Elective officers of the organization shall be nominated from the floor at the October meeting, under normal circumstances. (Special considerations may be undertaken during times of upheaval, such as the coronavirus. These circumstances will be approved by a majority vote of the board).
   3. TERM OF OFFICE
      1. The term of office for the organization officers shall serve for a period of one (1) year.
      2. The newly elected organization officers should participate in all meetings from the date of the elections if possible.
      3. The organization officer’s terms run from 1 January to 31 December.
      4. There is no limit to the number of terms an elected officer may serve if he or she is elected in accordance with Article III.
   4. VACANCIES
      1. We establish that the Officers of the TBA ascend in the order of vacancies in the club as follows: Vice President, Member At Large, Secretary, and Treasurer.
      2. In the event of a vacancy of the Vice Presidency the President will appoint a Vice President. That Vice President shall serve immediately and be eligible to assume the Presidency should that become vacant. The newly appointed Vice President shall be affirmed by the Board of Directors at the next regular or special meeting of the board of directors. Should the appointed Vice President not be affirmed by the Board of Directors, a vote by the entire membership at a regular or special meeting shall be had and the Vice President shall be affirmed by a simple majority of the members then present regardless of a quorum. If the members fail to affirm the Vice President, the Vice President appointed shall serve for an additional 10 (ten) days while the board, working with the President, finds a Vice President that the President can appoint that the board will affirm. This must be done within 10 (ten) calendar days; it is the intent of this paragraph of these approved bylaws to assure no vacancy of the President or Vice President should occur at any time or if so by the smallest amount of time possible. If all the prior methods fail, a special meeting of the entire membership shall be called, nominations for Vice President taken, and an immediate vote to affirm one of the candidates be had. If there is a tie, the President of the TBA shall cast the tie breaking vote.
         1. If the President nominates a Vice President that The Board will not confirm, it is the President's prerogative to withdraw his appointment for Vice President and work with the Board on who they would affirm. If the President elects this option, then the previous VP nomination does not go to the full membership.
         2. In an emergency, such as, but not including a simultaneous vacancy of the office of the President and Vice President at the same time, then the Member at Large is next in the chain of command and shall follow the above procedures immediately and as close as possible to fill these positions.
      3. In the event of a vacancy of the Office of any other officer or board member, the board shall meet as early as possible; electronically is acceptable including by telephone or even email to offer up possible appointees. A vote shall be held by any method herein listed and the new officer shall be thereby appointed.
      4. Any interim appointment vests full rights and privileges of the position unto the appointee until the next regular or special election.
   5. REMOVAL OF BOARD MEMBERS: Any one or more of the Board may be removed with cause, at any time, by a vote of the General Membership; through a special meeting called for that purpose, or at a regular monthly meeting, provided that the majority of the General Membership present shall vote in favor of such removal.
   6. DUTIES OF THE BOARD
      1. PRESIDENT
         1. Shall preside as President at all meetings of the Board and General Membership and be ex officio member of every committee but can vote only to break ties within that committee.
         2. Shall plan the meeting, arranging for topical discussions, demonstrations, or guest speakers.
         3. Shall ensure adherence of the Board and the General Membership to these bylaws.
         4. Shall cause to be called regular and special meetings of the General Membership and Board in accordance with these bylaws.
         5. Shall create committees and coordinate the efforts of all Committees.
         6. Shall review the financial records of the organization on a regular basis.
         7. Shall act as the principal point-of-contact or appoint a member to do so between TBA and other organizations and businesses.
      2. VICE PRESIDENT
         1. Shall, in the absence of the President, assume the responsibilities and duties of the President.
         2. Shall assist the President with coordinating all duties deemed necessary.
         3. Under the direction of the President, is responsible for the promotion and education of the organization, arranging for educational programs such as peer and guest speakers, workshops, Q & A sessions, etc.
         4. Shall work under the direction of the President to advance and promote the good image and beneficial works of TBA.
         5. Shall work with the President to recommend, determine, and implement policy decisions made by the Board.
      3. TREASURER
         1. Shall have the overall responsibility of care and custody for all organization funds and securities.
         2. Shall be responsible for deposits for the organization into the TBA accounts.
         3. Shall render a statement of the condition of the finances of the organization at each meeting of the Board and General Meetings or at such other times as required.
         4. Shall keep correct books of account of all its business and transactions and such other books of account as the Board may require.
         5. Shall exhibit at all reasonable times the books and accounts to any members when requested.
         6. Shall produce and exhibit an annual report to the General Membership at the first meeting of each year.
         7. Will advise the Board of methods for improving TBA financial management.
         8. Shall do and perform all other duties normally pertaining to the office of the Treasurer.
         9. Financial limitations are further defined in APENDIX III.
         10. Accept membership dues and provide receipts as needed.
      4. SECRETARY

(1) Shall keep written minutes of all the meetings and forward a copy of these minutes to the President as soon as possible (See APPENDIX IV)

(2) Shall in the absence of the President, Vice President, and Member at Large assume the responsibilities and duties of the President

(3) Shall assist the President with coordinating all duties deemed necessary

(4) Shall work under the direction of the President to advance and promote the good image and beneficial works of TBA

(5) Shall work with the President to recommend, determine, and implement policy decisions made by the Board

(6) Shall assist in the execution of committees and be responsible for directing and advising committees formed by the Board and coordinate committee activity with other functions of the organization.

(7) Shall manage the archive of all official documentation of TBA, including these bylaws.

(8) Shall maintain the organization membership list, accept new member information, renew membership and expire membership.

(9) Shall be the primary keeper of the web page and Facebook accounts.

v) Member At Large

(1) Shall work with the President to recommend, determine and implement policy decisions.

(2) Shall assist in the execution of committees and be responsible for directing and advising committees formed by the Board and coordinate committee activity with other functions of the organization.

* 1. VOTING: All General Members of TBA are eligible to vote as outlined in ARTICLE V of these Bylaws.
  2. MEETINGS
     1. TBA shall have at least one (1) meeting or event every month.
     2. GENERAL MEETINGS: General meeting time and location are in flux at this time secondary to the COVID 19 pandemic closure of IFAS building. This item will be updated when/if IFAS reopens.
     3. ANNUAL MEETING: The Annual Meeting shall be the membership meeting in November of each year for the purpose of electing Officers to the Board, considering proposed bylaw amendments and conducting other regular meeting business.
     4. SPECIAL MEETINGS: Special meetings, organization sponsored events, organization involved parties, field trips, and workshops may be organized and approved by the Board. Announcements will be made to all current members. There may be additional requirements or fees involved in these types of meetings. Examples include volunteering time or equipment and paying various fees or costs.
  3. COMMITTEES: The President, with support and consent from the BOD, may create committees to promote the mission of the association. Support and consent of the board will be informal and assumed as given unless the board, at a regular or special board meeting objects by motion. If there is an objection so moved, then a vote will be done by the board to create or deny the creation of the committee.
     1. All committee chairs are appointed by the President. The appointment is terminated at the end of each administration.
     2. These committees will be categorized as one of three types:
        1. Project Committees - committees to manage ongoing association sanctioned projects. This includes projects such as school projects, community outreach and other such committees.
        2. Ad Hoc Committees - short term committees to meet an immediate and short-term goal. Earth Day would be considered an Ad Hoc Committee.
        3. Standing Committees - committees necessary for the continued benefit of the association. This includes areas such as membership and awards, benevolent committee, hospitality committee and other such committees as may be deemed necessary.

ARTICLE IV ORDER OF BUSINESS

1. PROCEDURES: The rules contained in Robert’s Rules of Order, Newly Revised and Abbreviated, shall govern the organization in all cases applicable where they are not inconsistent with these by-laws. SECTION 2. REGULAR MEETINGS
   1. The order of business at regular meetings shall be as follows:
      1. President’s Call to Order
      2. Prayer
      3. Pledge of Allegiance
      4. Welcome New Members / Guests
      5. Quorum to conduct business
      6. Secretary's Report
      7. Treasurer's Report
      8. Committee Reports
      9. Old Business
      10. New Business
      11. Administrative Comments
      12. Guest Speakers
      13. Educational Presentation Topic and Discussion
      14. Adjournment of Regular Meeting
      15. Mentoring Groups
   2. This order of business may be changed for any meeting at the direction of the President.
2. AUDIT: At a minimum of every four (4) years TBA finances shall be audited by an outside, independent auditor.

ARTICLE V – VOTING

1. ELIGIBILITY: All members with voting rights as described under Articles II & III shall be eligible to vote.
2. ITEMS PUT TO VOTE:
   1. The following items will be decided by a vote of the general membership at a regularly scheduled meeting:
      1. Election of officers
      2. Changes in bylaws
      3. Spending of funds greater than $300.00.
   2. Any issue, other than proposed bylaw amendments and the Election of Officers, may be considered by the membership at a Regular Meeting prior to the meeting at which the issue will be considered. The issue must be raised in the form of a motion and requires a second before being considered. Any issue considered and defeated by the majority of the members at the meeting may not be considered again and shall not be attached to another vote for six (6) calendar months.
3. QUORUM: A quorum shall be used to mediate and decide disputes, disagreements or any other conflicts between members as recorded on the member roster. Ten members (to include board members) at a regularly scheduled meeting shall constitute a quorum. Three (3) members of the Board, either in person, via conference call, or electronically, shall constitute a quorum for a board meeting. A quorum is required to transact business of TBA.
4. VOTING METHOD:
   1. OPTION A. Election of officers shall be by controlled ballot. All members in good standing shall be eligible to cast a ballot. Members unable to attend the November meeting may cast an “absentee” ballot. All absentee ballots must be in a sealed, unmarked envelope and received by the Secretary prior to the November meeting. A non-candidate member will tally all ballots and two impartial organization members will verify the results. Vote totals and the new organization officers shall be introduced prior to ending the November meeting. Votes on other issues may be conducted by any appropriate method that ensures a fair determination of a majority decision of eligible voting members as determined by the officers.
   2. OPTION B. Election of officers shall be by any means that allows the general membership to participate, including: Voting by closed paper ballot, voting by internet, voting by email, voting with For/Against for uncontested positions, etc.

ARTICLE VI - NON-PROFIT STATUS: TBA is declared to be a non-profit organization. This does not give the organization tax-exempt status under the rules of the United States Department of Internal Revenue unless applied for and received at a later date.

ARTICLE VII - BYLAWS ACCEPTANCE

1. ACCEPTANCE: These bylaws are accepted at the time of adoption by a majority quorum vote of a current members, and new members upon registration.
2. AMENDMENTS OR CHANGES.
   1. The Board will meet annually to review the bylaws and any changes suggested by TBA members.
   2. The Board may make necessary corrections (grammatical, spelling, or changes in Board titles or responsibilities) at any time with the consent of the majority of Board Members.
   3. Changes, Additions, or Deletions affecting the rights and/or privileges of members, the conduct of meetings or any other significant proposition for changes of these bylaws submitted by the Board or General Memberships will be reviewed and approved by the Board prior to a vote of the General Membership, in accordance with Section 2-D of this Article.
   4. Any member or members may petition for a change or amendment to the bylaws. The petition must be presented in writing and introduced at a regular meeting. The proposed changes or amendments shall be published for review by the membership, in the newsletter or by a special mailing to all members or posting to the TBA website and/or message board at least thirty days prior to the meeting at which the changes will be voted. Amendments or changes must be approved by a majority vote of all present voting members.

ARTICLE VIII – DISSOLUTION

1. In the event of dissolution of this Association, after all liabilities and obligations have been paid, satisfied, and discharged, any remaining assets shall be contributed to the University of Florida Bee Lab.

APPENDIX SECTION

APPENDIX I- DUES

1. Annual dues for current year membership are $15 per person at any time of year.
2. Members who wish to join October-December will be charged $15 but their dues will carry through the following year. Thus, they will not be charged $15 again in January following.

3) Any member who has not paid current year dues by March 30 of a calendar year shall be removed from the TBA active membership list.

APPENDIX II- FINANCIAL LIMITATIONS (Under Revision)

APPENDIX III – MINUTES

1. Board meetings, regular, or specially called membership meetings will be recorded by the Secretary or other designated person.
2. Minutes will then be sent to the board members for review and edits as needed.
3. Minutes will then be signed by the secretary (electronically is acceptable) and then approved, signed and dated by the President (this may also be electronically). The minutes are official when signed by the President.
4. Minutes will then be broadcast to the members by email. Appropriate additions, changes, edits identified by the members may be made if the President and Secretary find them to be appropriate and necessary.
5. A few hard copies will be prepared for the next regular member meeting so those who did not receive them by email can review them before or during the meeting.
6. The membership will be asked for comments, additions, and changes. If none are presented the minutes stand as written and approved.
7. The secretary will maintain historical copies of the minutes. Members can request copies as needed.