

**RHODE ISLAND BEEKEEPERS ASSOCIATION**

**BYLAWS**

**ARTICLE I – NAME AND ORGANIZATION**

The name of this organization shall be the Rhode Island Beekeepers Association (The “Association”). This organization shall be incorporated as a Domestic Not for Profit Corporation under Chapter 7 – 6 of the General Laws of the state of Rhode Island. The Association is organized exclusively for charitable, scientific and education purposes per Section 501 (c) (5) of the United States Internal Revenue Code. These Bylaws, the powers of the Association and of its directors and members, and all matters concerning the conduct and regulation of the business of the Corporation shall be subject to such provisions in regard thereto, if any, as are set forth in the Articles of Incorporation.

**ARTICLE II - PURPOSES and OBJECTIVES**

The purposes and objectives of the Association are as follows:

- 2.1 To promote education about bees and best practices of beekeeping for new and established beekeepers.
- 2.2 To support and facilitate cooperative relationships among all persons interested in beekeeping.
- 2.3 To participate in the education of the general public about the value of honey bees and beekeeping for the environment and our food supply.
- 2.4 To network and affiliate with allied groups and individuals to advance the goals of healthier bees and better beekeeping.

**ARTICLE III – MEETINGS**

3.1 Regular meetings of the general membership shall be held at such times and locations as appear to be the most advantageous to the majority of members, as scheduled by the executive board. When possible, the meetings in May, June, July, August and September shall be held outdoors, where beekeeping can be observed and studied under practical conditions. The election of officers for the coming fiscal year shall be held at the November Election meeting. The Annual Financial meeting shall be held in January for presentation of the prior year’s financial report. The Secretary shall give written notice at least 2 weeks in advance of the time and place of every meeting.

3.2 Twenty-five (25) membership units shall constitute a quorum for the transaction of business at any regular meeting of the Association.

**ARTICLE IV - FISCAL YEAR**

The fiscal year of the Association shall be the twelve-month period from January 1 to December 31 of each year.

## ARTICLE V - OFFICERS

The Officers of the Association shall consist of a President, a Vice-President, a Secretary, a Treasurer, and a Member-At-Large, each of whom shall be on the Executive Board as hereinafter described. All officers shall have been members at least 2-years immediately prior to holding office. Officers shall be elected at the Election Meeting in November from a slate of officers presented by the nominating committee. Nominations shall also be accepted from the floor.

In electing officers, a written ballot shall be required only when competitive nominations have been made, and where, in the discretion of the person conducting the election, the results of a voice vote or other vote cannot be clearly determined. Officers elected at the Election Meeting in November and shall assume office on January 1st. Unless removed, officers shall remain in office until their successors are elected and qualified. Any officer unable to fulfill a term may be replaced by an interim substitute at the discretion of the Executive Board, provided such substitute is confirmed at the next regular meeting of the Association and if such substitute is not so confirmed, the office shall be deemed vacant until a substitute is so confirmed.

5.1 PRESIDENT. The President shall preside at all meetings of the Association, except that in the case of his or her absence, another officer shall preside. The President shall designate 2 members, not of the Executive Board, to audit the fiscal books of the Treasurer and submit a report at the regular meeting in April. The President may be an ex-officio member of any committee.

5.2 VICE PRESIDENT. The Vice President shall assist and act on behalf of the President in his or her absence. The Vice President may be an ex-officio member of any committee. The Vice President shall assume the role of President if the President becomes unable or unwilling to serve.

5.3 SECRETARY. The Secretary shall keep a permanent accurate record of all actions taken at all regular meetings and Executive Board meetings, and provide copies to members as requested. The Secretary shall answer correspondence on behalf of the Association, shall keep membership records of both past and present members, and shall notify members of time and place of each meeting. The Secretary shall act as agent for service for the Association and shall be responsible for corporation reports to the State of Rhode Island.

5.4 TREASURER. The Treasurer shall have fiduciary control of the funds of the Association, and shall make disbursements in accordance with the vote of the Association or as requested by the President, Vice President or Secretary. The Treasurer shall keep accurate record of all financial transactions and provide quarterly reports to the Executive Board and general membership. The financial records shall be made available annually for the purpose of audit and during the year upon request from the Executive Board. The Treasurer will record the receipt of membership dues and provide updated membership information to the Secretary, and to others who have valid need for it.

5.5 MEMBER-AT-LARGE. The Member-at-Large shall be spokesperson for the members. He or she may perform duties which do not fall under the scope of board officers, may be tasked with exploratory or ad hoc duties of a temporary nature, reporting findings or results to the Executive board.

## **ARTICLE VI - MEMBERSHIP AND DUES**

6.1 Any person may become a member of the Association upon application and payment of dues. Dues shall be set by the Board of Directors in October and shall be voted on by the membership at the Election Meeting in November, to become effective January 1 for the fiscal year beginning on that date.

6.2 Dues are due and payable not later than the regular meeting in December. Any member whose dues are not paid by February 1st of any year will receive a final notice and have thirty (30) days to reply before being suspended from active membership. One paid membership may include all members of one household at the same address and shall entitle the member/family to one vote.

6.3 The status of "Life Member" shall be given to a member who has reached the age of 70 and has paid dues consecutively for the previous five years. No dues will be required for the rest of his or her life. In the event of the death of a Life Member who leaves a surviving spouse, the surviving spouse shall remain a Life Member.

6.4 County Agricultural Agents of the State of Rhode Island and other such professional persons may be selected by the Association as honorary members with all the privileges of membership except voting.

## **ARTICLE VII - EXECUTIVE BOARD**

7.1 The Executive Board shall consist of all Officers, the immediate past President, all committee chair persons, Bee School Director, and EAS Director. They shall have general supervision of all property, business and educational programs, and shall have authority to manage and supervise the business of the Association.

7.2 Six (6) members, three (3) of whom shall be elected officers, shall constitute a quorum for the transaction of business at any Executive Board meeting.

## **ARTICLE VIII - CONDUCT OF MEETINGS**

It shall be the duty of the President or presiding officer to conduct the same in a dignified and orderly manner. Any subject having the welfare of the Association and beekeeping industry as its object shall be allowable. All members shall have a reasonable time to express their respective opinions. Members are also expected to conduct themselves in a considerate manner. Roberts Rules of Order (Revised) shall be used as a general guide.

## **ARTICLE IX - ANNUAL FINANCIAL MEETING**

The order of business at the Annual Financial Meeting of the Association shall be as follows:

1. Call to order by the President
2. Determination of Quorum
3. Ratification of minutes of prior meeting
4. Reading and acceptance of Treasurers Report
5. Presentation and Ratification of proposed budget
6. Reports of Standing Committees
7. Reports of Special Committees
8. Old or unfinished business
9. New business
10. Adjournment

## ARTICLE X - AMENDMENTS AND ALTERATIONS

Any article of these By-Laws may be amended at any regular meeting by a vote of two-thirds of the voting members present. Notice shall be given in writing by the Secretary at least 30 days in advance of the regular meeting at which the amendment is to be voted upon.

## ARTICLE XI - COMMITTEES

All Committee Chairs shall be appointed by the President and shall fill his or her committee with as many members as necessary. Committees that commit funds on behalf of the Association shall create a proposed budget for the coming year. Spending authority is granted and supervised by the Executive Board. Committees include but are not limited to:

**11.1 NOMINATING COMMITTEE:** A committee of three (3) members, appointed by the President in September, shall prepare a slate of proposed officers and a member-at-large of the Executive Board for the election at the November Election Meeting. The nominating committee shall present its slate of proposed officers not later than the October meeting at which the elections take place.

**11.2 PROGRAM COMMITTEE:** The program committee shall arrange and coordinate the program portion of the Association meetings.

**11.3 PRESENTATION COMMITTEE:** The presentation committee shall respond to requests for speaking engagements, demonstrations and presentations, as can be reasonably accommodated by volunteer members.

**11.4 AD HOC COMMITTEES:** Ad Hoc Committees may be established by the Executive Board, and dissolved when no longer required.

## ARTICLE XII - POLICIES

**12.1 CONFLICT OF INTEREST POLICY:** A conflict of interest shall be defined according to Section 501 (c) of the United States Internal Revenue Code:

“A conflict of interest arises when a person in a position of authority over an organization, such as an officer, director, manager, or key employee can benefit financially from a decision he or she could make in such capacity, including indirect benefits such as to family members or businesses with which the person is closely associated.”

All persons of authority i.e. members of the Executive Board, chairpersons, appointees or representatives shall act in the highest and best interest of the Association regardless of personal interest, and shall have a duty to disclose and /or recuse themselves from any action or condition that may cause a conflict of interest or perception thereof. Any person under consideration for Conflict of Interest may be removed from office or position by the method described in ARTICLE X– AMENDMENTS AND ALTERATIONS.

**12.2 WEBSITE POLICY:** The Website shall present announcements, reference and contact information, and other items of general interest regarding bees and beekeeping in accordance with Article II PURPOSES and OBJECTIVES. The Executive Board shall have final authority over the content and administration of the website.

**12.3 SWARM LIST POLICY:** Members in good standing for at least two years may add their name and location to the Swarm List. Complaints brought against any member on the swarm list will be reviewed by the Executive Board, which shall have the authority to suspend said member from the Swarm List for up to 2 years.

### **ARTICLE XIII - DISSOLUTION**

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(5) 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.