

Revised January 12, 2013

BY LAWS

of the

PUGET SOUND BEEKEEPERS ASSOCIATION

**PURPOSE:** The Puget Sound Beekeepers Association is formed to promote the common interest and general welfare of beekeeping, to protect honeybees, to educate beekeepers, encourage good bee management practices, and to encourage good public relations between beekeepers and the public. To implement this objective there is set forth herewith the by-laws of the Puget Sound Beekeepers Association:

ARTICLE I - Members

Section 1. Membership - Any beekeeper, entity or person interested in apiculture may become a member of the Puget Sound Beekeepers Association ("this association"), on payment of an initiation fee and the annual dues.

Section 2. Dues - The annual dues shall become payable by each member on January first of each year in an amount established by the Board of Trustees which includes a fee for associate membership in the State Association, required of all who are not already members of the Washington State Beekeepers Association. The Board of Trustees may establish an initiation fee to pay for a textbook selected by the Board of Trustees to be given to each new member.

Section 3. Ex-Officio Members - The State Entomologist, the Director of the State Department of Agriculture, the Chief Apiary Inspector and county agricultural extension agents shall be ex-officio members of this association, without payment of dues.

Section 4. Termination of Membership - Any member may be removed from membership for cause upon approval of the Board of Trustees.

ARTICLE II - Meetings

Section 1. Annual Meeting -The annual meeting of this association shall be held in November, or during the next general meeting if there is no meeting in November. The business conducted during the Annual Business Meeting shall be presentation of a year-end financial report and election of officers and trustees. At the close of the Business Meeting, the Presiding Officer shall declare the installation of the newly elected officers and trustees, to be effective with adjournment of the meeting.

Section 2. Regular Monthly Meetings - The regular monthly meetings of this association shall be held the fourth Tuesday of each month at a place approved by the Board of Trustees.

Section 3. Quorum - Any meeting of members at which at least five officers and/or

Trustees are present shall constitute a quorum. The transaction of business, however, shall not have priority over program material at any regular meeting except at the annual meeting in November. The transaction of business shall have priority at any meeting of the Board of Trustees.

Section 4. Organization -the president shall preside at any meeting and in his/her absence the vice-president shall preside.

### ARTICLE III - Officers

Section 1. Executive - The executive officers of this association shall be a president, one or more vice-presidents, recording secretary, and treasurer, who shall be elected annually by the members of this association.

The duties of the treasurer shall be to record memberships, collect dues, to notify members their dues are past-due, to make out all state and federal government reports, as necessary, to carry out the financial directives of the Board of Trustees, and to keep track of all funds.

Duties of the other officers shall be those assigned to them by the latest addition of Roberts Rules of Order Revised, and according to which rules this association shall be conducted, unless otherwise specifically provided herein.

Section 2. Oath and Bond - The trustees may, by resolution, require any or all of said officers to give bond to the association with sufficient surety conditioned for their faithful performance of the duties of their respective offices.

Section 3. Subordinates - The Board of Trustees may appoint, agents and committees as they may deem necessary, who shall perform such duties as from time to time may be prescribed by the Board of Trustees, but power to appoint and remove such agents and committee members may be delegated by the Board of Trustees to the president of this association.

Section 4. Tenure of office - All officers shall hold office for one year or until their successors have been duly elected and installed. The term of office of the president shall be not more than two years. Officers shall not fail to attend more than one half of any of the board meetings, nor shall the officers fail to attend more than half of the regular membership meetings. All officers and agents, except heretofore provided, shall be subject to removal at any time, with or without cause, by a two-thirds vote of the entire Board of Trustees.

### ARTICLE IV - Trustees

Section 1. Number - The business affairs of this association shall be managed by a Board of Trustees (the "Board"), consisting basically of nine trustees elected by the members of the association at the annual meetings. A tenth member of the Board shall be ex-officio the immediate past president of this association. The executive officers shall also be voting members of the Board during their term of office. The Board may elect one or two honorary trustees for life who shall have full voting rights. Their presence or absence, however, shall not affect the constitution of a quorum. (All the

above herein jointly and severally referred to as "trustee(s)".) Not more than one member of any family may serve as a trustee in any one year. The Editor of the newsletter shall be an ex-officio member of the Board of Trustees, with full voting right. The news editor in addition of any other assigned duties, shall be the publicity director and shall prepare publicity when deemed necessary by the President and or the Board of Trustees.

Section 1a. If there is a need for a legislative representative he/she shall be appointed by the Board of Trustees and shall be an ex-officio member of the Board of Trustees, without voting privilege.

Section 2. Term - At each annual meeting, the members shall elect sufficient trustees to bring their number up to nine, who shall serve as trustees for a period of two years, or until their successors are elected. The term of the immediate past president, who automatically becomes a member of the Board, shall be a period of one year.

Section 3. Chairman of the Board - The president of this association shall be the chairman of the Board and the secretary of this association shall act as the secretary of the Board.

Section 4. Qualification - No person shall be eligible to the office of trustee who is not an active member in good standing of this association. Trustees shall not fail to attend more than half of the meetings of the Board. The President may appoint an individual to fill a vacancy, and they shall serve until the next meeting of the board. Vacancies of the Board may be filled for the remainder of the term by election by the remaining members of the Board at any regular or special meeting thereof.

Section 5. Meetings - Regular meetings of the Board shall be held at least twice a year at such time and place as shall be determined by the president. Special meetings of the Board may be held without notice to the association membership at such time and place as shall be determined by the Board.

The president of this association shall select the time and place of the meetings and shall call each meeting of the Board. However, the vice-president of this association shall call a meeting of the Board in case the president declines to do so and provided seven members of the Board have certified their wish for such a meeting. The vice-president shall then preside at that meeting only.

#### Section 5-A. Special Rules of Order – Actions without a Meeting

RCW 24.03.465 - Action by members or directors without a meeting - is adopted by reference.

The board may take any action that may be taken at a board meeting without a meeting and instead by unanimous written consent, PROVIDED;

- A. The President or Vice President, as the Presiding Officer, sends written proposal of the action to all board members eligible to vote via electronic correspondence (e-mail), fax, mail, delivery service, personal delivery, or any other method previously arranged with a board member
- B. The Presiding Officer may contact any board member by telephone or other

means to bring the written correspondence to the member's attention.

- C. Any responding correspondence with discussion of the issue is copied to all board members in a timely manner.
- D. The Presiding Officer receives unanimous written consent for the proposed action from all board members eligible to vote within 7 calendar days of sending the written proposal.
- E. Written consent consists of a confirming e-mail, fax, or other written record delivered by secure means to the Presiding Officer.
- F. After 7 calendar days, the Presiding officer shall notify all board members of the outcome in a timely manner.
- G. Any board member may, by written notice to the Presiding Officer, cause the proposed action to be withdrawn and the item added to the agenda of the next board meeting. In this case, the Presiding officer shall immediately notify all board members that the proposed action is withdrawn.

The written proposal, responses, and notification of outcome shall be filed with the minutes and read at the next board meeting.

Section 6. Quorum - At any meeting of the Board a majority of the trustees shall constitute a quorum for the transaction of business, except that the presence or absence of honorary trustees shall not be taken into consideration when determining whether a quorum is present.

Section 7. Duties - The Board shall have full power and authority over the affairs of this association, shall conduct all important business of this association, and shall control all expenditures of \$500.00 or more, which expenditures must be approved by a majority vote of the trustees.

Section 8. Any trustee may lay on the table any motion made on the floor of the membership meeting until such time as the Board can discuss the subject.

Section 9. The Board may request a correction of any articles or public statements published pertaining to the Puget Sound Beekeepers Association or the business of this association which the Board deem not conducive to the good of this association.

#### ARTICLE V - Seal

The Board shall provide a suitable seal, containing the name of this association and the year of its creation, which seal shall be in charge of the treasurer to be used as directed by the Board. The Puget Sound Beekeepers Association, Inc. agent and address be that of the Association's present treasurer.

#### ARTICLE VI - Amendments to by-laws

The by-laws may be altered, amended, added to or repealed by a two-thirds vote of the trustees present at any regular meeting thereof, a quorum being present and provided a notice of such change or changes shall be sent every trustee at least ten days in advance of such meeting. Placing in the mail shall constitute notice, sent to the last known address of the trustee.

## RATIFICATION

These by-laws are hereby adopted this 12th day of January, 2013 to effectively repeal and supersede the existing by-laws of this association dated June 12, 2010, which by-laws are hereby repealed in accordance with their provisions for amendment.

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President, Krista Connor

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Secretary, Maureen Sullivan