

ELM FORK BEEKEEPERS ASSOCIATION BYLAWS

ARTICLE I

Association Propose and Mission

1. Mission Statement. Elm Fork Beekeepers Association's Mission is: To share information and provide education to our members and community about bees and beekeeping. To promote responsible beekeeping practices, through training and education, resulting in effective management of diseases, pests, and other environmental issues.
2. Overall Purpose. The EFBA is not organized for profit, nor shall any of its net earnings incur in whole or in part to members, employees, or other individuals. The EFBA shall be an educational, non-profit, volunteer organization with objectives of the following:
 - 2.1. Public Understanding. To improve public understanding of bees and beekeeping ecology and management by developing a pool of local knowledge that can be used to enhance education efforts for members and within local communities.
 - 2.2. Enhance Education and Outreach. To enhance beekeeping education and outreach activities by providing training at the local level, thereby developing an association of dedicated and informed members.
3. Advocacy Prohibition. The EFBA mission is to be an educational association. No part of the activities of the EFBA shall be devoted to advocacy, lobbying, politically or privately promoting issues, agendas or businesses and personal endeavors, by propaganda or otherwise, using the EFBA name or themselves as a EFBA member. Association funds will not be used to fund member businesses or insurance coverage, political lobbying, promoting issues or religions. Members will not use the EFBA name to promote personal businesses or issues.

EFBA may partner with businesses for the benefit of the organization. For example: EFBA may sell advertising in printed materials and make discount agreements with businesses for the benefit of the members and association. All agreements must be documented, approved by the board of directors and announced to the membership.

ARTICLE II

Association Partners and Donors

1. Partners. EFBA partners are providers of resources in exchange for service or funds. Partners may change on a regular basis depending on the needs of the community and the resource needs of the association. All agreements must be documented, approved by the board of directors and announced to the membership.
2. Donors. EFBA donors are those businesses, organizations or persons giving, donating or presenting money or supplies for EFBA activities for no return compensation from EFBA.

ARTICLE III
Membership

1. Non-discriminatory Membership. EFBA membership is open to individuals regardless of race, age, sex, religion, disability, or national origin.
2. Voting Membership. EFBA voting membership shall be extended to members with paid dues in good standing for the current fiscal year.
3. Disciplinary Action or Termination
 - 3.1. Voluntary Termination. A member who desires to voluntarily terminate membership in the EFBA should communicate that decision in writing to a member of the Board of Directors.
 - 3.2. Disciplinary Action or Removal. Removal of a member from the membership roll or disciplinary action of a member shall follow the section on Policy and Procedures for the Disciplining and/or Removal of Members.
4. Multiple Beekeeping Organization Memberships. Membership in multiple beekeeping organizations is permitted and encouraged.

ARTICLE IV
Officers

1. Executive Officers. The officers of this Association shall be; President, Vice President, Secretary, and Treasurer. The past president, if available, will continue on the board as an advisor for one year after serving as president. The President, Vice President, Treasurer, and Secretary shall be elected at the annual meeting. Eligibility for any office shall be restricted to those who paid dues during the current and previous year. Board and committee members must be current in dues to serve on the board in any position. The Committee chairs shall be appointed annually by the President and confirmed by the Executive Committee. They shall be under the supervision of the Executive Committee.
2. Nominations Committee. The Nominations Committee shall present candidates for President, Vice President, Treasurer, and Secretary 30 days before the November meeting. Any member may nominate a candidate in addition to the presented slate of nominees. All candidates nominated must be present, must agree to serve and understand the obligations of the office. A nomination committee will consist of members in good standing chaired by a current or retiring executive committee member.
3. Board members candidates are subject to passing a background check. Failure to pass the background check will remove them from consideration for any board position.
4. Board Term. The officers shall take office in January and shall serve for a term of one year and until a successor is duly elected and qualified.

ARTICLE V
Duties of Officers

1. President. The President shall preside at all meetings of the membership and at all meetings of the Executive Committee. The President, unless some other person is specifically authorized by vote of the Executive Committee, shall be authorized to sign all agreements, contracts, drafts and checks of the Association. The President shall appoint with board approval all standing or special committees as are deemed necessary to carry out the aims and policies of the Association. The President shall be a member ex-officio of all committees and shall perform all the duties commonly incident to the office, and including such other duties as may be fixed or determined by the Executive Committee that are not contrary to the Constitution and Bylaws.
2. Vice President. In the absence of the President, the Vice-President shall perform the duties of that office and will perform such other duties as directed by the President. The VP shall provide speakers for the meetings, organize the mentor program and preside over the nominations committee.
3. Secretary. The Secretary shall keep accurate minutes of all meetings of the membership and the Executive Committee; and shall perform such other duties as designated by the Executive Committee. The minutes shall be published for the review of the membership. In the absence of the Secretary at any meeting, an assistant Secretary or Secretary pro tempore shall be appointed to perform the duties thereat. The Executive Secretary shall have care and custody of the valuable papers and documents of the Association; and shall have and exercise, all powers and duties commonly incident to his or her office.
4. Treasurer. The Treasurer shall have care and custody of the monies and funds of the Association. All funds of the Association shall be deposited in such bank or banks, trust company or companies as the Executive Committee shall authorize. The Treasurer shall be authorized to sign drafts and checks of the Association in the discharge of day-to-day budgeted business accounts. Levels of signature authority requiring prior approval of the President will be set by the Executive Committee. He or she may endorse for deposit of its order and may accept the drafts on behalf of the association. He or she shall keep accurate records of all Association transactions and will provide a complete financial report to the membership at the annual meeting. The Treasurer will prepare a proposed budget for review by the Executive Committee prior to the annual meeting. The books shall be the property of the Association and together with all its property in his or her possession, shall be subject at all times to the inspection and control of the Executive Committee.
5. Committee Chairs
 - 5.1. Communications Director. The Communications Director shall be responsible for the development and production of all publications of the Association. Duties will include publishing six issues of the Elm Fork Beekeepers Association Journal annually, special newsletters as may be directed by the Executive Committee, special publications

originated by the various committees and, in general, be the primary printed media person for the Association. Editorial duties will include the responsibility to edit articles and communications for appropriateness, length and bias to reflect the collective opinions and voice of the Association. Counsel of the board will be solicited for guidance. Publications will include information relative to the beekeeping industry-local, Texas and national. In support of the Director, members of the Executive Committee will be scheduled to provide articles and reports to the membership for publication in the Journal.

- 5.2. Webmaster: The webmaster works with the communications director and board to create and maintain the association's website. This important position is the face of the association. Partner advertising on the site can be sold to help support EFBA. The site is not to be used to sell EFBA member products and services. EFBA does not endorse advertiser products and services. A statement will be included on any advertisement that EFBA is not responsible for the quality of service or products sold by our advertising partners.
- 5.3. Librarian. The librarian is in control of all physical assets of EFBA and is responsible for keeping accurate inventory records of those assets. The librarian must provide an inventory with values at the audit. The librarian will hold any EFBA inventory to be sold. Items held by the librarian must be checked out/in and tallied. The librarian is responsible for contacting members to facilitate the return of items checked out.
- 5.4. Scholarship Committee: The scholarship committee (SC) will be responsible for advertising, collecting applications and recommending candidates for the EFBA beekeeping ambassador scholarship program. The SC will assist the winner(s) with completion of education the duties of the ambassador.
- 5.5. Other Committees: will include hospitality, audit, nomination, publications, training, etc. and will be formed by the board as needed to conduct EFBA business.

ARTICLE VI

Executive Committee

1. The voting members of the Executive Committee shall consist of the President and the Vice President, Immediate Past President, Secretary, and Treasurer. Members and committee chairs are included in voting at the discretion of the elected board members.
2. The Executive Committee shall have the authority to transact all necessary business between meetings but no action by the Executive Committee shall be contrary to the actions and resolutions of the membership in attendance at the meeting. The Executive Committee may conduct its business and vote by mail, telephone conference call, electronic mail or any other means of communication it deems necessary or effective. All such actions taken and votes cast will be recorded by the Secretary.
3. The Executive Committee is hereby empowered to remove from office any officer or director who fails to fully comply with the duty of their office or support the Bylaws or any resolution adopted by the membership in attendance at any meeting. This action shall be accomplished by a majority vote of the membership at any called meeting or by written poll within 60 days after cause for action has been determined by the Executive Committee.

4. The Executive Committee shall meet monthly and at such intervals as is deemed necessary by the President during the year. The meetings shall be held at a time and place specified by the President or by a majority of the Executive Committee. Four members of this committee shall constitute a quorum. Any officer or director missing three meetings of the Executive Committee during the term of office will be considered to have vacated the office and the President shall be empowered to appoint a successor for the remainder of the term.

ARTICLE VII

Compensation

Executive Committee members shall receive no compensation for carrying out their duties as board members

Any member of the Executive Committee, acting under the direction of the President and conducting business of the Association shall be entitled to reimbursement for budgeted expenses incurred during the execution of those duties. Proper documentation shall be presented to the Treasurer for reimbursement.

ARTICLE VII

Meetings

1. The order of business at a board/membership meeting shall be as follows:
 - 1.1. Call to order
 - 1.2. Reading of minutes of previous meeting (s)
 - 1.3. Receiving communications
 - 1.4. Reports of Officers
 - 1.5. Reports of committees both standing and special
 - 1.6. Unfinished business
 - 1.7. New business
 - 1.8. Election of Officers and Directors
 - 1.9. Adjournment.
2. The order of business may be altered or suspended at any meeting by majority vote of the members present. The usual parliamentary rules as laid down in the latest published edition of Robert's Rules of Order shall govern all deliberations when not in conflict with these Bylaws.
3. General Membership Meetings
 - 3.1. Frequency. General membership meetings or other EFBA-sponsored activities will be held on a monthly basis. Special meetings may be called at the discretion of the President.
 - 3.2. Time and Location. Meetings shall be conducted at a time and location designated by the Board of Directors.

- 3.3. Notification. Notification of each meeting shall be published in written form via conventional mail, email, or other equivalent means to all members at least ten days prior to the meeting.
 - 3.4. Quorum. Those voting members present at each duly called and convened meeting shall constitute a quorum.
 - 3.5. Governance. The acts of the Majority of the voting members present at each duly called and convened meeting shall be the acts of the General Membership.
4. Board Meetings
 - 4.1. Frequency: The Board of Directors may meet as often as required but shall meet at least monthly. Special meetings may be called at the discretion of the president
 - 4.2. Time and Location. Meetings shall be conducted at a time and location designated by the Board of Directors.
 - 4.3. Notification. The EFBA membership shall be notified of all Board meetings at least ten days prior to the meeting.
 - 4.4. Open meeting. Attendance at the meeting shall be open to the public as well as all EFBA members.
 - 4.5. Quorum. A majority of the Board members shall constitute a quorum.
 5. Annual Meeting. There shall be an annual membership meeting of the Association during the month of February, for receiving the annual reports and the transaction of other business. Notice of such meeting shall be emailed to the last recorded address of each member at least fifteen (15) days before the time appointed for the meeting.
 6. Special meetings of the Association shall be called by the President or upon the written request of twenty-five (25) percent of the members of the Association. Notice of any special meetings shall be emailed to each member's last recorded address at least fifteen (15) days in advance, with a statement of the time and place and information as to the subject or subjects to be considered.
 7. Board Action without a Meeting.
 - 7.1. Rationale. In the event that Board action is required before a meeting can be called or the matter does not warrant calling a special meeting, Board action may be taken without a meeting.
 - 7.2. Voting. Action may be taken by phone or e-mail by an affirmative vote of a simple majority of the voting members of the Board. Such action must be reported to the entire Board within one day of taking the action.

ARTICLE VIII
Election/Appointment Process

1. Elections
 - 1.1. Nomination. The Nominating Committee, chaired by the vice-president with three additional ad-hoc members who are selected by the president with board approval, shall

- submit a slate of candidates for officers and publish the slate to the membership in writing 30 days prior to the November General Membership meeting.
- 1.2. Nominations from the Floor. Nominations for all positions will be accepted from the floor prior to the election at the November meeting.
 - 1.3. Election. The election shall take place by secret ballot at the November meeting and winners determined by a simple majority.
 - 1.4. Voice Vote. If only one candidate is nominated for an office, that candidate may be elected by voice vote.
 - 1.5. Assumption of Office. The new Board of Directors shall assume their duties on January first of each year.
 - 1.6. The current board and new board will attend December and January meetings for hand off. The outgoing board members are responsible for the year end reports presented at the annual meeting.
2. Appointment of Board Members
 - 2.1. Appointed Positions. All positions other than the officers and past-president are appointed positions.
 - 2.2. Appointment Process
 - 2.2.1. Recommendation of Candidates. The nominating Committee may recommend candidates for the appointed positions.
 - 2.2.2. Selection. All appointed positions on the board will be determined by a majority vote of the elected officers and past-president.
 3. Terms and Limits. All members of the Board of Directors shall serve a term of one year, and are eligible for re-election or re-appointment.
 4. Vacancies. Any vacancy occurring amongst the Board of Directors shall be filled by a majority vote of the remaining directors for the remaining unexpired term.
 5. Removal of Officers and Board Members.

The Executive Committee is hereby empowered to remove from office any officer or director who fails to fully comply with the duty of their office or support the Bylaws or any resolution adopted by the membership in attendance at any meeting. This action shall be accomplished by a majority vote of the membership at any called meeting or by written poll within 60 days after cause for action has been determined by the Executive Committee.

 - 5.1. Nonperformance. Any officer not performing the duties of their office by missing meetings or failure to complete the objectives of the position, will be replaced by appointment by the president and vote of majority of the executive board.
 - 5.2. Attendance. Any officer or board members absent from three consecutive general and board meetings shall be subject to removal by a simple majority vote of the Board of Directors.
 - 5.3. For Cause. Any officer or board member in serious malfeasance of their responsibilities including theft or unethical behavior inconsistent with the principles and bylaws of the EFBA may be removed using the process for removal of a member. For cause, does not include disagreements between board members on policy or personal dislike.

ARTICLE IX
Financial

1. **Dues.** The annual dues for each membership classification of the association shall be determined by the membership at the annual meeting. The Executive Committee shall present its recommendations for changes to the dues schedule to the membership prior to its vote thereon. The dues schedule once established shall remain in effect until changed.

2. **Financial Controls**
 - 2.1. **Fiscal Year.** The fiscal year shall be from January 1 through December 31.
 - 2.2. **Signature Authority.** Treasurer, President or past president shall sign all checks, drafts or other instruments for payment of money or notes of the EFBA. An officer is not allowed to sign any check in which they are the payee. Reimbursement checks written to a board member must be signed by another authorized signer. The treasurer and president are allowed to have debt cards on the account to conduct EFBA business. Receipts must be provided for all transactions.
 - 2.3. **Records.** Accurate records must be kept at all times and be available for any member to view at all meetings. A monthly treasurers report is required at both board and membership meetings. A mid-year report to the board is required to determine if expenses and income are in line with the approved yearly budget.
 - 2.4. **Expenditure Limits.** Any expenditure of more than two hundred and fifty dollars (\$250.00) must be approved by a resolution of the Board of Directors.
 - 2.5. **Audits.** The EFBA will conduct an annual audit of the financial records of the EFBA prior to the annual meeting. The Treasurer will present the EFBA Financial Books to the Audit Committee. The librarian will provide a list of EFBA physical assets with the value listed for the audit. The committee will consist of two members, none of which are currently serving on the Board of Directors. Results of the Audit will be reported at the Annual Membership Meeting.
 - 2.6. The treasurer will keep an accurate account of paid members, along with contact information. The treasurer will be responsible for contacting members for renewals. Any member 60 days past due will be removed from membership.

3. **Gifts and donations.**
 - 3.1. **Authority.** The EFBA is authorized to accept and receive contributions, donations, and grants from any and all sources.
 - 3.2. **Endorsement.** Acceptance of any grant or gift - restricted or unrestricted - does not imply any form of endorsement by the EFBA for the source, services, products, or policies. Nor does it imply any benefit - past, present, or future - to be granted by EFBA. Acceptance of any contract will not imply any endorsement, benefit or product beyond the deliverable services and products expressly contained in the contract.
 - 3.3. **Right of Refusal.** It will be the general policy of the EFBA to accept contributions from any source. However, EFBA retains the right to refuse any gift where, in the judgment of the Board of Directors, the reputation or perceived image of the grantor may be deemed injurious to the EFBA.

ARTICLE X
Member Dismissal

Procedures for disciplining and/or dismissal. The subsequent procedures are to be followed on the occasion of disciplining and/or dismissing an applicable member of the EFBA.

1. **Informal Initial Step.** When any member of the EFBA and/or public thinks an infraction of the bylaws, tenets, policies, written rules, guidelines or protocols of the association has occurred, that person, should weigh, with good judgment, whether or not to speak with the offending party directly, or to defer to the EFBA President or Executive Board with the matter (see Formal Process). Not all members are fully aware of the guidelines and protocols of the association and may just be acting out of a lack of knowledge or understanding and not malice. A congenial approach to bring the misunderstanding to that person's attention often precludes future problems for the association. It is important for individuals, Officers and Committee chairman to know that their actions are being noted with regard to the other tenets of the association. If an informal approach is unsuccessful in resolving the problem then proceed to the formalized procedure.
2. **Formal Process**
 - 2.1. In order to demonstrate grounds for this action, the case must be presented in writing. If the case involves a member, committee member, or committee, then the written case must be submitted to the Executive Board. If the infraction involves a member of the Executive Board, then the written case must be submitted to the membership.
 - 2.2. A case may be brought to the attention of the board by:
 - 2.2.1. general public,
 - 2.2.2. partnering organizations
 - 2.2.3. member(s) of the association
 - 2.2.4. member(s) of the Executive Board
 - 2.2.5. member(s) of the TBA
3. The offending individual(s) shall be notified of the allegations within 7 days after the written case has been submitted. The individual(s) shall have 30 days to respond in writing to the case details before suggestions toward disciplinary action are made.
4. If the offending party(s) are board members a committee will be selected by the membership as an Advisory/Coordinating Committee consisting of 5 members.
5. The Executive Committee shall review the documented case, make recommendations toward disciplinary action and submit this information in writing. The submitted documentation must include a statement(s) from the offending person(s) and the original written case submitted to the Board or Advisory/Coordinating Committee. The Advisory/Coordinating Committee, may contact all involved parties regarding the case prior to taking the case to the Executive board or advisory committee. The Coordinator will notify (in writing) to the petitioners with the acceptance or non-acceptance of the outlined grounds and recommendations on the further process of disciplinary action.
6. The person(s) affected by the documented allegations and resulting disciplinary action shall be notified by the Coordinator of the case and the final disciplinary action.

7. Appeal Process. The individual(s) have 30 days to respond or appeal to the EFBA Advisory/Coordinating Committee. No response indicates an acceptance of the case recommendation and disciplinary action unless otherwise stated within the disciplinary course of action. In the case of an appeal, the Advisory/Coordinating Committee shall make a recommendation and resubmit the case Coordinator for final resolution. Circumstances that may warrant reconsideration to the Coordinator may include substantive error or omission of information that was submitted to the Coordinator.

ARTICLE XI
Amendment of Bylaws

1. Notification. Notice of all proposed amendments to the bylaws with the date, time and place of consideration shall be presented in written form via conventional mail, email or other equivalent means to members at least 30 days prior to consideration by the membership.
2. Membership Vote. These bylaws may be amended by a two-thirds vote of members constituting a quorum after the proposed amendment has been approved by the EFBA Executive Board.

ARTICLE XII
Dissolution

Should the membership elect to dissolve the Association, all assets will be donated to a similar not for profit beekeeping organization, university or research entity. Nothing will accrue to any individual.

Last revised and approved by EFBA Executive Board on August 2, 2018
Approved by membership on September 20, 2018