

By-laws of the West Sound Beekeepers Association

Amended 2-19-2019, Corrected 10/2019

ARTICLE I - NAME

The name of this organization shall be West Sound Beekeepers Association, herein WSBA. This Association is not for the profit of any individual member. It is reserved that this Association is incorporated with the State of Washington on 2/14/2010 as a designated Non-Profit Corporation.

ARTICLE II - PURPOSE

The purposes of WSBA are to assist its members, other members in the community interested in bees, and the public at large with a continuing education in the art and science of beekeeping. Specifically, to assist its members and others interested in bees with their beekeeping problems; to provide those interested in bees an opportunity to meet and discuss their problems; and to cooperate with the Washington State University Extension Service, other Universities, the Washington State Department of Agriculture, and the Washington State Beekeepers Association to disseminate the latest beekeeping information.

ARTICLE III - MEMBERSHIP AND DUES

Section 1 – Membership in WSBA may be open to all persons interested in bees and beekeeping, upon payment of annual dues. Members are expected to be upstanding members of the community at large and to contribute to the Association. The membership year shall be from January 1 through December 31. New members joining after October 1 shall be considered members in good standing for the following calendar year. The Board shall establish the amount of the annual dues. Dues include a fee for Associate Membership in the Washington State Beekeepers Association.

Section 2 – Any member may be terminated from WSBA for inappropriate, illegal, unethical, or unattractive behavior by a two-thirds majority vote by the elected Board of the Association after open discussion.

ARTICLE IV - CONDUCT OF BUSINESS

The business affairs of WSBA shall be conducted by the Board consisting of Trustees and officers. No officer, Trustee or member of WSBA shall receive any remuneration for services rendered directly or indirectly in any capacity to the Association unless authorized after discussion by affirmative vote of a simple majority of all the members of the Association. Any conflict of interest shall be discussed and resolved in front of the membership of the Association.

ARTICLE V - OFFICERS

Section 1 – The elected officers of WSBA shall be a President, Vice President, Secretary and Treasurer upon a majority vote of the Association members. Any two positions may be combined.

Section 2 – Officers shall serve for a (1) year period and may be elected to serve not more than three (3) successive terms in any one position, after which officers may be reelected after retirement of one year. There is no term limit for the position of Treasurer. All officers shall be members of the Board. Officers shall attend more than one half of all Board and regular Association meetings, or they may be removed by action of the Board.

Section 3 – WSBA officers are elected at the October Annual Meeting and will assume their duties with the WSBA fiscal year beginning on January 1. All related records, authority, and materials will be transferred to the new officers by December 31.

ARTICLE VI – DUTIES OF OFFICERS

Section 1 - The President shall preside over all Association meetings and meetings of the Board; call special meetings as deemed fit; perform all acts and duties required of an executive and presiding officer, including the appointment of any committees required for the proper function of the Association.

Section 2 - The Vice President shall assume the duties of the President in his/her absence, and assist the President as necessary.

Section 3 – The Secretary shall keep a permanent record of all official meetings of WSBA; report official Association activities to the membership; and perform other duties as requested by the Association.

Section 4 – The Treasurer shall receive and disburse all funds honestly and efficiently; maintain accurate records of the Association's checking account; keep complete and accurate account of all financial transactions after appropriate approval by the officers/Association and keep records of paid members. The Treasurer shall deliver complete books documenting all financial transactions to her/his successor in office. In the absence of the Treasurer, the President shall assume all rights and responsibilities of the Treasurer.

ARTICLE VII – TRUSTEES/THE BOARD

Section 1 - Number - The business affairs of this association shall be managed by a Board, consisting of seven (7) to nine (9) members. The current officers, Past President, and Trustees shall be voting members of the Board. Three Trustees are at large, serving for a term of three (3) years and one of the three is elected at each Annual Meeting. The Board may elect honorary Trustees for Life who shall have full voting rights. Their presence or absence, however, shall not affect the constitution of a quorum.

Section 2 – Term - At each annual meeting, the members shall elect one of the Trustees, who shall serve as Trustee for a period of three years, or until their successors are elected, so that the term of office of one of the Board Trustees shall expire each year. As with the WSBA officers that are elected at the October Annual Meeting, the newly elected Trustees will assume their duties with the WSBA fiscal year beginning on January 1. The term of the immediate Past President, who automatically becomes a member of the Board, shall be a period of one (1) year starting with the fiscal year beginning on January 1.

Section 3 - Chairman and Secretary - 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 - Only active members of the Association who are in good standing (dues paid up to date) may be Trustees. Trustees shall attend more than half of the meetings of the Board and of the Association, or they may be removed by the Board. Vacancies of the Board may be filled for the remainder of the term by election by the remaining members of the Board.

Section 5 – Meetings - Regular meetings of the Board shall be held at such time and place as shall be determined by the president, no less than two (2) times a year. 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.

Section 6 - Quorum, Decisions and Rules - 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. Decisions will be made by a simple majority vote of members present at any meeting. There will be no proxies for those who are not present.

Section 7 - Duties - The Board shall have the power and authority over the affairs of this Association, shall conduct all important business of this Association, and shall oversee all expenditures. Each year the Board approves a budget, offered by the current President, which it will present at the Annual meeting for approval by the membership. Expenditures approved in the budget do not need re-approval. The President may spend up to \$100.00 without prior Board approval.

ARTICLE VIII – MEETINGS

Section 1 - Meetings of the general membership shall be held at an established place and time no less than quarterly. The Association shall invite the general public to these meetings, and it shall be the responsibility of the officers or their delegates to ensure appropriate notice to the public so that they may attend.

Section 2 – Every October there will be an Annual meeting in order to conduct the business of electing new officers, approving a budget as presented by the Board, making changes to the Bylaws if needed, and other business as deemed appropriate by the Board.

Section 3 - There is no need for a quorum at any regular or Annual meeting of the Association. Decisions will be made by a simple majority vote of members present at any meeting. There will be no proxies for those who are not present.

ARTICLE IX - FINANCES

Section 1 -- The association fiscal year shall run from January 1st thru December 31st of each year.

Section 2 -- An audit committee shall be selected by the Board and shall perform an internal audit on an annual basis, prior to the Annual meeting. A report from the auditing committee shall be made to the membership at large during the Annual meeting.

Section 3 -- No indebtedness shall be incurred by any officer, committee, member, or any other member of this Association on behalf of WSBA except as authorized by the Association or the Board.

Section 4 -- WSBA dues and monies in excess of immediate operating expenses shall be placed into an account to accumulate interest.

Section 5 -- If the WSBA ceases to exist at some future time, funds and assets of record shall be disbursed to Washington State University with the objective and intent that these funds and assets be used for the benefit of the art and science of beekeeping.

Section 6 -- If a conflict of interest, inferred or actual, arises in the reimbursement of spent funds, approval from a non-associated WSBA office will be sought via email. The approving email will be printed and attached to appropriate receipts.

ARTICLE X - COMMITTEES

Section 1 - The Board of Trustees shall appoint such committees, task forces and/or agents as may be necessary and proper for the conduct of the affairs of WSBA. Power to appoint and/or remove them may be delegated by the Board to the President of this association.

ARTICLE XI - AMENDMENTS

The bylaws may be altered, amended, added to or repealed by a two-thirds vote of the Board present at any regular meeting of the Board, provided a notice of such change or changes shall be sent by last known email address to every trustee at least ten days in advance of such meeting. These changes will be presented to the Association membership at the next regular meeting for their approval.

The current edition of *Robert's Rules of Order* will be referenced to guide the business of the WSBA.

The By-Laws adopted September 19, 1997. Amended: October 17, 2017; April 17, 2018; February 19, 2019.