

# **OLYMPIA BEEKEEPERS ASSOCIATION**

## **I** **NAME**

The name of the Association shall be the Olympia Beekeepers Association (OBA). Its location and place of business shall be in Thurston County in the State of Washington.

## **II** **OBJECTIVE**

The Olympia Beekeepers Association is organized exclusively to engage in charitable educational activities including, for such purpose, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in By Laws, II., hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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## BYLAWS

### ARTICLE I Membership

#### 1. **Membership.**

Membership is open to any individuals willing to honor and support the objectives of the Association. Any individual interested in becoming a member of this association may do so by completing the membership form and paying the dues.

#### 2. **Voting Eligibility.**

Each membership is allowed one vote. Members in good standing may vote on general meeting business, in association elections or on bylaws changes. "In good standing" means that membership dues are current. In no case may a person be entitled to vote or receive other perquisites of membership whose dues are unpaid. Reinstatement of membership is automatic upon receipt of dues in full.

#### 3. **Dues & Membership Types.**

Dues, Terms, and Membership types are to be recommended by the Board of Directors and approved by the Membership.

### ARTICLE II Meetings

#### 1. **General Membership Meeting.**

The general membership meeting of the Association shall be held monthly.

#### 2. **Executive Sessions.**

Executive Sessions of the Board may be called by the President or a majority of the board. Minutes and information provided in an executive session shall be kept confidential. In an executive session the board shall take no actions except to produce recommendations for action to be taken in open session or by the membership.

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## 3. Board Meetings.

The first meeting of the board shall be held within 30 days following the date that they take office. Other meetings of the Board of Directors shall be called by the President or a majority of the Board of Directors. Notice of each such other meeting shall be sent, via e-mailed, text or by phone call, by the Secretary to each member of the board at least 10 days prior to the date of the meeting. The quorum for a board meeting shall be a majority of the board.

## 4. Special Meetings.

Special meetings may be called for any lawful purpose by the President, a majority the Board of Directors, or at least 20 percent (20%) of the Members having a right to vote. A special meeting called by Members shall be called by written request, specifying the general nature of the business proposed to be transacted and signed by the required number of Members, and submitted to the President or any Officer. Notice of time, place and purpose of any special meeting called shall be given to each member of good standing by the Secretary by website posting, newsletter, and e-mail to the member's e-mail address of record at least 7 days prior to the meeting time. No business, other than the business that was set forth in the notice of the meeting, may be transacted at a special meeting.

## 5. Parliamentary authority.

Any question concerning parliamentary procedure at meetings shall be determined by the President by reference to Robert's Rules of Order.

## ARTICLE III Directors and Officers

### 1. Board of Directors.

The Board of Directors shall be comprised of the officers, all of whom shall be members in good standing. General management of the Association's affairs shall be entrusted to the Board of Directors.

### 2. Officers.

The Association's officers shall be President, Vice President, Secretary, Treasurer, Membership Coordinator, Education Coordinator and Outreach Coordinator. They shall serve in their respective capacities both with regard to the Association and its meetings and the board and its meetings. The officers shall be elected for renewable one-year terms as provided in Article IV, and shall serve until their successors are elected or the position is vacated.

a) The **President** shall preside at all meetings of the Association and of the Board of Directors, and shall have the duties and powers normally appurtenant to the office of President in

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addition to those particularly specified in these bylaws. The President shall have general supervision of the affairs of OBA. The President also has the authority to appoint committees and to appoint individuals to do specific jobs.

b) The **Vice President** shall have the duties and exercise the powers of the President in case of the President's death, absence or incapacity.

c) The **Secretary** shall carry on all correspondence of the Association and keep minutes of all meetings of the Association and of the Board of Directors and of all votes taken on any issue. The Secretary shall post the minutes of the general meetings to the website no later than 7 days prior the next general meeting so the Membership may review in order to approve or call for changes to the minutes. The Secretary shall post Board Minutes to the website once they have been approved. The Secretary will also keep all current policies available for review by the Officers or Membership.

d) The **Treasurer** shall collect and receive all moneys due or belonging to the Association. Moneys shall be deposited in a bank approved by the board, in the name of the Association. The Treasurer shall maintain accurate records of OBA finances, budgets, and assets. The Treasurer shall be authorized to sign drafts and checks of the Association in the discharge of day-to-day budgeted business accounts. Spending limits are to be set by policy that is proposed by the Board and approved by the Membership. In case of extended absence or incapacity of the Treasurer, the President may approve and pay bills, or may appoint a member of the OBA to act as temporary Treasurer with approval of the Board. The books shall at all times be open to inspection by the Board of Directors and the Association Members and a report shall be given at every meeting of the condition of the Association's finances.

e) The **Membership Coordinator** shall keep a roll of the members of the Association with their addresses, phone numbers and email addresses.

f) The **Education Coordinator** shall organize and implement formal education programs for the training of beekeepers. The Education Coordinator shall collect, produce, and disseminate educational materials for educational programs of the OBA. The Education Coordinator shall maintain a list of volunteer speakers/educators for the training of beekeepers.

g) The **Outreach Coordinator** shall organize and implement OBA community outreach activities, including but not limited to public education activities at local fairs and community agricultural festivals and presentations on bees and beekeeping to community groups and schools. The Community Outreach Coordinator shall maintain a list of volunteer speakers/educators for community outreach activities.

### 3. Duties.

An officer carries only the rights necessary for executing the duties of their appointment.

### 4. Resignations.

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Any Board member may resign at any time by delivering written notice to either the President or the Secretary or by oral notice at any meeting of the Board or of the members. Resignations shall take effect at the time of receipt or at a date specified in the resignation notice.

## 5. Removal from Office.

Any Officer of the association may be recommended for removal from their appointment for gross misconduct, excessive neglect of duty or excessive absences by a majority vote of the board at an executive board meeting. The Board shall present the recommended removal to the general membership at a regularly scheduled meeting or at a special meeting called in accordance with Article II, Section 4 of these bylaws. The removal must be approved by a 2/3<sup>rd</sup> vote by members present. The membership may initiate and conduct removal of a board member or members by a 2/3<sup>rd</sup> majority vote of members voting at a Special Meeting held for that purpose in accordance with Article II, Section 4 of these bylaws.

## 6. Vacancies.

With the exception of the presidency, when a vacancy for an office occurs, the vacancy shall be filled by a majority vote by and from the Association members at the earliest possible regular meeting or special meeting if deemed necessary by the President.

## ARTICLE IV

### The Association Year, Voting, Nominations, Elections

#### 1. Association Year.

The Association's fiscal year shall begin on the first day of January and end on the last day of December. The Association's official year shall be the same as the Association's fiscal year.

#### 2. Voting.

At the general membership meeting or at a special meeting of the Association, voting shall be limited to those members in good standing who are present at the meeting. Voting by proxy shall not be permitted. Other than officer elections, voting will be verbally with an "aye" or a "no". If a voice vote is unclear, then a vote by counted raised hands shall be taken.

#### 3. Annual Election.

Elections for Officers shall occur annually in the month of November. The elected officers and directors shall take office on the first day of the January. Each retiring office shall turn over to his successor in office all properties and records relating to that office within 30 days after the successor take office.

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- a) **Making Nominations.** Any member in good standing may make nominations or be nominated for an office. No person shall be a candidate for more than one position. Nominations will be taken from the floor at the October general meeting. The member being nominated must be present at the time of nomination to declare acceptance. Once all nominations have been made, a majority's vote on a seconded motion to close nominations shall be made and no further nominations will be accepted.
- b) **Ballots.** The election of officers shall be conducted by secret paper ballot during the November meeting. To be validated, ballots must be received by the Secretary. Ballots shall be counted by three inspectors of election who are members in good standing but are neither members of the current board nor candidates on the ballot.
- c) **Election.** The nominated candidate receiving the greatest number of votes for each office shall be declared elected.

## ARTICLE V Amendments

1. Amendments to the bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by 20% of the membership in good standing. Amendments proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the members with recommendations of the board by the Secretary at the next general meeting or a special meeting called by the President.
2. The favorable vote of 2/3 of the members in good standing shall be required to effect any such amendment.

## ARTICLE VI Financials

The Olympia Beekeepers Association shall not be conducted or operated for profit, and no part of any revenue or remainder or residue to the Association shall inure to the benefit of any member or individual. No indebtedness shall be incurred by any officer, committee member or any other member of this association on behalf of the Olympia Beekeepers Association except as authorized by the Executive Board.

## ARTICLE VII Dissolution

OBA may be dissolved at any time by written consent of not less than 2/3 of the members in good standing. In the event of the dissolution of OBA, other than for purpose of reorganization, whether voluntary or involuntary or by operation of law, none of the property of OBA nor any proceeds thereof nor any assets of the OBA shall be distributed to any members of OBA. After payment of the debts of OBA, its property and assets shall be given to a similar

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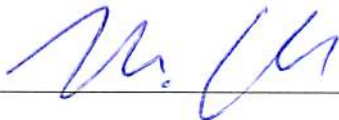
organization, and an alternative similar organization, proposed by the Board and approved by the Association Membership.

## RATIFICATION

These Bylaws are hereby adopted this 11 day of March ~~2018~~<sup>2019</sup> does repeal and supersede any and all existing Bylaws of this association.

President:  Date 3-11-19


Print Name: Maren Anderson

Secretary:  Date 3-11-19

Print Name: Michele T. Clark

Witness:  Date 3-11-19

Print Name: LYNN PHILLIPS

Witness:  Date 3-11-19

Print Name: Kim P. Knust