

# THE BY-LAWS OF THE MEMPHIS AREA BEEKEEPERS ASSOCIATION

## **ARTICLE I NAME**

The name of this organization shall be the MEMPHIS AREA BEEKEEPERS ASSOCIATION: a not-for-profit organization.

## **ARTICLE II OBJECTIVES**

Section 1. Promotion and Development. Engage in any activity concerned with promoting and developing the interest of beekeeping in the Memphis area.

Section 2. Education. Encourage the use of scientific and practical methods in educational programs dealing with beekeeping and honey production.

Section 3. Cooperation. Cooperate with the State Department of Agriculture in the control of diseases attacking bees.

Section 4. Technical Assistance. Provide technical assistance to public agencies in finding solution to community problems associated with beekeeping.

Section 5. Research. Conduct studies relative to production, management, marketing of honey and make the results of these studies available to the members of the association.

Section 6. Apiary. An apiary shall be established & maintained for the education, research, & benefit of the Association & its' membership.

## **ARTICLE III MEMBERSHIP**

Section 1. Qualification. Any person interested in beekeeping, may become a member upon payment of the annual membership fee.

Section 2. Membership year. The membership year shall be the twelve-month period following receipt by the Association of annual dues.

Section 3. Dues. Dues are payable upon joining the Association and on the anniversary date of member's last dues payment. The annual fee for membership dues shall be established by the Association.

Section 4. Lifetime Memberships. Upon the occasion of a lifetime membership awarded by the Association, a certificate commemorating the event shall be presented to the member with the appreciation of the Association.

## **ARTICLE IV DIRECTORS**

Section 1. Powers. The affairs of the Association shall be managed by the board of directors of the Association, with the approval of the membership.

Section 2. Number, Tenure, & Qualifications.

The Board of directors shall be elected at the November meeting of the Association by a majority vote of the members present. The board of directors shall be composed of ten directors, five of whom shall be officers of the Association. The term of directors shall be one year. Members of the Association in good standing are eligible for nomination and election to the board of directors.

All board members shall serve without pay. All Directors & Officers shall not hold the same office for a period exceeding two consecutive years.

Section 3. Removal. Any director of the Association may be removed by a majority vote of the members present at any regular meeting of the Association.

Section 4. Annual Meeting. The annual meeting of the Association shall be held on the second Monday of December, at 7:30., at the regular meeting place, or at such other date or place, as shall be designated from time to time by the board of directors and stated in the notice of the meeting. Officers and directors for the coming year shall be installed at the annual meeting.

Section 5. Regular Meetings. Regular meetings of the Board of Directors shall be held at such place and at such time as the board shall determine from time to time.

Section 6. Special Meetings. Special meetings of the members of the Association may be called by the president or may be called upon request to the president in writing by twenty-five percent of the membership. A minimum of ten days written notice shall be provided to the members prior to the scheduled date of such meeting. The notice shall include the purpose of the called meeting. Special meeting of the board of directors may be held at any time, on the call of the president or secretary, and shall be called by the secretary on written request of three (3) directors.

Section 7. Quorum. At a regular or special meeting, a majority of the members present shall constitute a quorum, unless the act of a greater number is required by the by-laws of the Association.

Section 8. Order of Business. The order of business for all meetings of the association, unless changed by a majority vote of members present, shall be as follows:

- A. Call to Order
- B. Invocation
- C. Recognition of Visitors
- D. Program
- E. Special Announcements
- F. Reading of the Minutes of the Previous Meeting
- G. Fiscal Reports
- H. Reports of the Officers
- I. Reports of acting committees
- J. Unfinished Business
- K. New Business
- L. Election of Officers [November Meetings]
- M. Installation of Officers [Annual Meeting]
- N. Adjournment

The business meeting shall, in all other respects, follow Roberts' Rules of Order when conducting the business of the Association.

Section 9. Vacancies. Any vacancy occurring in the governing body shall be filled by the membership for the unexpired term by the majority of the members present at the next regular meeting.

Any member of the board of directors not attending three (3) board meeting in succession shall be automatically removed from office if no reasonable excuse is presented, as determined by a majority of the Board.

Section 10. Ex-Officio Members of the Board of Directors. The chairman of all committees approved by the Board of Directors of the Association shall be ex-officio members of the Board. The Board of Directors may appoint other ex-officio members to promote liaison with health agencies or organizations. Ex-officio members shall not have the power to vote.

## **ARTICLE V OFFICERS**

Section 1. Number of Officers. The officers of the Association shall be President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer.

Section 2. Election and Term of Officers. The officers of the association shall be elected prior to the annual meeting of the association by a majority vote of the members present at a regular meeting. All officers of the Association shall not hold the same office for a period exceeding two consecutive years.

Section 3. Removal. Any officer may be removed in the best interest of the Association by a majority vote of the members present at a regular meeting.

Section 4. Vacancies. A vacancy in any office because of death, resignation, or removal will be filled by the membership for the unexpired term by the majority of the members present at the next regular meeting.

Section 5. President. The President shall be the chief executive of the Association and, subject to the control of the board of directors, shall have general responsibility over the affairs of the association and shall see that all orders and resolutions of the board of directors are carried into effect. He shall, when present, preside at all meetings of the board of directors, and regular and special called meetings of the membership of the Association, and may appoint committees necessary to conduct the affairs of the Association.

Section 6. Vice President. The Vice President shall perform such duties as from time to time may be assigned to him/her by the president or by the board of directors. In the absence of the president, the vice president shall perform the duties of the president and when so acting, shall have all the powers of and be subject to all the restrictions upon the president. He/she shall coordinate and introduce the program for each monthly meeting by contacting speakers, obtaining the visual aids and equipment, and helping to set up as necessary. The Vice President shall receive and maintain an accurate inventory list of the hive equipment and program aids owned by the Association.

Section 7. Recording Secretary. The recording secretary shall have the responsibility of seeing (a) that the minutes of the meetings of the Board of Directors and regular and special membership meetings are kept in books provided for the purposes; (b) that all notices are duly given in accordance with the provisions of these by-laws; (c) that the association records are properly and safely maintained; (d) that a register of the post office address and the phone number of each member is kept; (e) that such other duties as may be assigned by the president or the board of directors are performed; and (f) that the association activities are reported to the official state association newsletter for monthly publication.

Section 8. Corresponding Secretary. The corresponding secretary shall have the responsibility of (a) acquiring and distributing door prizes, door prize tickets, name tags, and hand out materials for monthly meetings and the short course, (b) maintaining meeting attendance logs and follow up contacts for new members and guests and to serve as hospitality coordinator, (c) reporting local association activities, gather articles, photos, etc., for monthly mailing to all association members, and (d) performing other duties as may be assigned by the president or the board of directors.

Section 9. Treasurer. The treasurer shall, (a) have charge and custody of and be responsible for all funds of the association, receive and give receipts for monies owed and payable to the association, and deposit all such monies in the name of the association in such bank as shall be selected by the board of directors, (b) in general, perform all the duties of the office of Treasurer, and such other duties as from time to time may be assigned by the President or by the Board of Directors, and (c) send association members' dues for the state association membership to that state association and to report their addresses and phone numbers to the recording secretary.

## **ARTICLE VI COMMITTEES**

Section 1. Nominating Committee. The nominating committee shall consist of not less than three (3) and not more than five (5) members. It shall be appointed by the President no later than the August meeting and shall serve for one year.

It shall be the duty of the nominating committee to nominate candidates for election as officers, members of the board of directors, and director and alternate director to the Tennessee State Beekeepers Association.

Section 2. Other Committees. The president may appoint other committees, consisting of three or more persons and may delegate to such committees such responsibilities and authority as deemed necessary.

## **ARTICLE VII FISCAL MATTERS**

Section 1. Fiscal Year. The fiscal year of the association shall begin on January and shall end the following December 31st.

## **ARTICLE VIII GOOD NEIGHBOR POLICY**

Section 1. A good neighbor policy shall be recommended as the minimum standards for beekeeping in urban areas by members of the association.

## **ARTICLE IX AMENDMENTS**

Section 1. The by-laws may be amended at any annual, regular, or special membership meeting of the association. A copy of proposed amendments shall be provided members in advance of such meeting in which amendments shall be considered. A majority vote of the members present is required for adopting, amending or replacing these by-laws.

## **ARTICLE X SALE EVENTS**

Section 1. The President of MABA will be the contact person for all sale events. No other member will assume the responsibility for these contacts. Once the contacts, contracts, and arrangements have been finalized, the President will appoint a Chairperson, or Chairpersons, to carry out the necessary activities required in such events in the best interest of the Association.

Section 2. All MABA members are welcome and encouraged to participate in all MABA sale events.

Section 3. All members will be reimbursed for expenses incurred while participating in sale events, subject to approval of the event Chairperson.

Section 4. No member will be compensated financially for their time or work at sale events.

Section 5. In the event where the MABA has been invited to participate in a sale event and decides not to participate at that event that year, the club will decide in a regular business meeting which member or members will be allowed to participate individually for that one event only. This information will be recorded in the Association Minutes.

Section 6. Members are encouraged to participate in all sale events; however, the membership are encouraged not to engage in activities which would be in direct conflict with MABA sale events. Especially, in activities that would impact negatively the financial goals of the Association.

[As amended April 12, 1993.]

July 28, 2017 Amendment to The Charter of the Memphis Area Beekeepers Association Inc.

### **9. Provisions Regarding the Distribution of Assets Upon Dissolution.**

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

[As amended August 8, 2022.]

August 8, 2022 Amendment to The Charter of the Memphis Area Beekeepers Association Inc.

**ARTICLE III MEMBERSHIP**

~~Section 2. Membership year. The membership year shall be from April 1 through March 31.~~

~~Section 3. Dues. Dues are payable April 1 of each year. The annual fee for membership dues shall be established by the Association.~~

**ARTICLE III MEMBERSHIP**

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