

## **CONSTITUTION & BYLAWS**

### **Portland Urban Beekeepers**

**March 2015**

#### **ARTICLE I – TITLE**

The name of this nonprofit organization will be Portland Urban Beekeepers (PUB).

#### **ARTICLE II – PURPOSE AND ORGANIZATION**

**Section 1: Purpose** - The organization seeks to unite the beekeepers of the greater Portland urban area. Its functions are to create a social environment in which to train and nurture new and existing beekeepers in the art of beekeeping and to provide educational opportunities around all aspects of raising and promoting beekeeping.

**Section 2: Organization** – PUB is organized exclusively for charitable, education, and/or social purposes under Section 501(c)(3) of the Internal Revenue Code. No part of the net earnings of the organization will inure to the benefit or be distributable to its members, officers, trustees, or other private persons, except that the organization will be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the organizing document and the application for federal tax exemption.

#### **ARTICLE III – AFFILIATION**

**Section 1: Affiliation** – The organization is formed as a branch of the Oregon State Beekeepers Association (OSBA). Its affiliation is formed by virtue of meeting requirements of the OSBA affiliation agreement. By meeting such requirements, the organization claims all privileges with such affiliation and therefore represents all members for such purposes.

**Section 2: Member Affiliation** – The organization encourages individual beekeepers to also become members of and to support the Oregon State Beekeepers Association by submission of their own dues and/or contributions.

#### **ARTICLE IV – MEMBERSHIP**

**Section 1: Membership** – Anyone who is interested in beekeeping may be a member by submitting a membership form, paying the required dues, and agreeing to be governed by this constitution and bylaws. Membership ceases upon the anniversary of dues payment (yearly), by written notification to the PUB Board, or through board action.

**Section 2: Types of Membership** - There are five types of members, including officer, member, family member, honorary member, lifetime honorary member. Annual dues are required by officers, members and/or family memberships. Honorary members and lifetime honorary members will not be required to pay annual dues. The executive committee/board will determine by simple majority vote, those members or non-members who will be given honorary membership. The entire membership will determine by simple majority vote at a formal general membership meeting whom may be given lifetime honorary membership.

**Section 3: Anti-Discrimination and Harassment** – The organization is committed in all its meetings, programs, functions, and social areas (including official online activities) to provide an environment that is free from discrimination and harassment. Discrimination and harassment based

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upon an individual's race, religion, color, sex, marital status, familial status, national origin, age, mental or physical disability, sexual orientation, gender identity or source of income or any legally protected characteristics will not be tolerated. All members and attendees at any and all official or related PUB activities are expected and required to abide by this policy.

## **ARTICLE V – OFFICERS**

**Section 1: Officer Positions** - The officers of the organization shall consist of eight executive officers (President, Vice-President, Secretary, Treasurer, Librarian, Board and Public Affairs, Director of Education and Events, and Member at Large). With the exception of the office of President, a member may hold two offices simultaneously. Officers will be elected by the majority of members present at an annual election meeting held early in the calendar year. Nominations for officers will be submitted by the membership and voted on by secret ballot. The newly elected officers will assume duties at the close of the election meeting.

**Section 2: Executive Board** - The elected officers shall constitute the PUB Executive Board. The President will chair the PUB Executive Board.

**Section 3: Executive Board Appointments** - The officers will be elected at the election meeting for a one-year term or until the next scheduled election and will serve until their successor is elected. In the case where no nominations are presented by the members, the President may appoint a member for the remaining term. In the case where the membership fails to nominate a President, the elected/appointed board members may appoint a President for the remaining term.

## **ARTICLE VI – COMMITTEES, TASK GROUPS & SUPPORT**

**Section 1: Executive Board** - The President will chair the organizations executive board. The board will create and enforce policy, manage finances, prepare strategic plans and organize member meetings and special events. The board will operate with the highest level of ethics and integrity in all aspects of governing. The board shall meet as the President determines to conduct the business of the organization.

### **Section 2: Committees**

Committees are defined as long term groups whose members are appointed by the President to conduct activities of the organization. Committee updates will be provided at each board meeting.

### **Section 3: Task Groups**

Task Groups are defined as short term groups to conduct individual tasks of the organization.

### **Section 4: Support**

Members are encouraged to support the organizations activities by volunteering. Officers are encouraged to approach members to support their responsibilities as board members. However, only the President may approve a support person to attend board or committee meetings in place of the officer.

## **ARTICLE VII – VOTING**

**Section 1: Qualifications** - To qualify as a voter, each member must be in good standing at the moment of voting. Good standing will be assessed by the Treasurer's official record of dues payment and who have not had their membership suspended or revoked by the board. Each paid membership, individual or family, shall be allotted one (1) vote. Honorary members are allotted one vote. The President will always break ties.

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**Section 2: Amendments or changes to the Constitution** - Amendments or changes to the constitution must be approved by greater than two-thirds of the membership at a pre-announced general membership meeting. The vote shall be by ballot or e-mail. Changes or amendments to the Constitution will be announced at two consecutive meetings and the vote held no sooner than the second meeting following the initial announcement.

**Section 3: Membership Voting** - Elections for board officers and other votes that require membership participation will be managed by the Board and Public Affairs Officer. Membership voting will occur by paper ballot or by email, one vote for each paid membership. The President shall not vote and will break ties. The membership will be notified of the results of the vote no later than the next meeting following. Ballots and email votes will be kept for two full years and can be audited at the request of any member.

**Section 4: Issues** – Issues, except elections and amendments or changes to the constitution/bylaws shall be decided in meetings of the executive /board by a simple majority vote of the committee members then present and in good standing. All officers have an equal vote, including the president; however, the President will have the ability to break any ties. The board will approve disbursement of the organizations unbudgeted funds by majority vote.

**Section 5: Dissolution** – Upon the dissolution of the Portland Urban Beekeepers, assets will be distributed by the executive board to one or more (bee-related) exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of a future federal tax code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

**Section 6: Posting Constitution & Bylaws** - The most current version of the Constitution and Bylaws will be available at all times and kept on the club's website.

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**ARTICLE I – MEMBERSHIP**

**Section 1:** All applications for membership must be made by filling out the membership form and submitting to the treasure or authorized representative and must be accompanied by annual dues. The treasurer or authorized representative will maintain a current membership list online and also available at all membership meetings when membership voting occurs. Dues shall be collected at (or shortly before) the beginning of each fiscal year which runs from June-May. After June, dues for new members may be prorated, according to the organizations current policy.

**Section 2:** Fees and dues will be reviewed annually by the executive board or earlier if determined necessary by the President.

**Section 3:** The executive board will determine any scholarships to be provided to members or non-members by a simple majority vote.

**ARTICLE II – ELECTION OF OFFICERS**

**Section 1:** The Board of the organization shall consist of eight executive officers. Each will be elected by the majority of members present at an annual meeting held early in the calendar year. Officers will serve a one-year term or until the next election, serving until replaced.

**ARTICLE III – DUTIES OF OFFICERS**

**Section 1: President** – The President shall be the directing head and chief executive officer of the organization, and shall preside at all meetings. He or she will be responsible for the agendas at membership and board meetings. He or she shall act as chair of the board, appoint all committees and task groups not otherwise provided for, fill all office vacancies taking place between elections, call all special meetings of the board and of the general membership when needed or as provided for in the constitution. He or she shall be responsible for seeing that all officers, elected or appointed, perform their respective duties and take the initiative in all matters pertaining to the welfare of the organization and its membership. The President will assign responsibilities not provided for in the constitution to board members, committees, and task groups. The President will represent the interest of the organization and its members to the public, other organizations, and in particular, the Oregon State Beekeepers Association. The president of the organization is automatically a member of the OSBA executive board and should attend the meetings of that board and report back to the club members.

**Section 2: Vice-President** – The Vice-President will work closely with the President to help direct, lead, and represent all aspects of the organization. The Vice-President will be responsible for all planning at the direction of the President. In the absence of the President, the Vice-President will assume the responsibilities of the President.

**Section 3: Secretary** – The Secretary will prepare agendas and necessary handouts (not otherwise provided for) at general membership and board meetings at the direction of the President. He/she will take accurate minutes of the regular and executive meetings and file them for the organization. The Secretary will ensure the door is managed at all membership meetings. The Secretary will also be responsible for the filing all formal documents and non-treasury records of the organization.

**Section 4: Treasurer** – The Treasurer will manage the dues program, donations, and finances of the

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organization and maintain a system of records. He or she will maintain a checking and necessary bank accounts to receive dues and donations and to pay all bills and responsibilities in a timely manner as approved by the President, Board and membership of the organization. All spending will be approved by the board through either an agreed upon annual budget or by board vote at meetings, email, or conference calls. The Treasurer will maintain membership records in real time available to all board members and will ensure an independent audit of funds and records is accomplished on a regular schedule to be decided by the board.

**Section 5: Board and Public Affairs (BPA) Director** – The BPA will assist the President and other board members with communication of official board activities and functions, including member meetings, elections and official board communication, such as press releases, newsletter articles, local government interactions, OSBA and hard copy correspondence. The BPA will organize and manage the all-member elections process. The BPA is responsible for maintaining the clubs communication member list for e-mail communication/electronic distribution list. The BPA will also oversee the maintenance of the Facebook, web page, and other online social media presence.

**Section 6: Director of Events and Education (DEE)** – The DEE is responsible for organizing and overseeing club education and events including a calendar of events. The DEE will ensure that all events are publicized through Facebook, PUB website and other social media as well as staffed and organized.

**Section 7: Librarian** – The Librarian will maintain the tabling kits, club education, and equipment lending library. The Librarian will collect, organize and check material and/or group purchased equipment in and out to events staff and club members in good standing. The Librarian will inform the membership of new acquisitions of material in the collection that is particularly pertinent to a meeting or topic.

**Section 8: Member at Large (MAL)** – The MAL represents the membership at all board and membership events. It is the role of the MAL to keep the pulse on the needs of members and ensure an effective assessment of the board, strategic plan, ethics and integrity in all aspects of the organization is occurring. The MAL will maintain a suggestion and comment box at all membership functions and provide this and any other relevant feedback to the other board members in a timely fashion.

**Section 9: Removal of Board Officer** – Any officer may be temporarily suspended or removed by a vote of “no confidence” from a all other members of the board. This “no confidence” vote must be announced at least 30 days in advance and can only occur with 100% of board officers in physical attendance (excluding the officer in “no confidence” status, if necessary). When a no-confidence vote occurs, the effect is immediate and binding. The board may choose to hear an appeal of the no-confidence vote no sooner than 30 days following the vote.

## **ARTICLE III – Amendments or Changes to Bylaws**

Amendments or changes to the bylaws must be approved by greater than two-thirds of the membership at a pre-announced general membership meeting. Changes or amendments to the bylaws will be announced at two consecutive meetings and the vote held no sooner than the second meeting following the initial announcement.