

# **TEXAS BEEKEEPERS ASSOCIATION BYLAWS**

## **ARTICLE I MEMBERSHIP AND DUES**

### **Section 1**

**Eligibility for membership in the Association is set forth in the Constitution. Memberships are annually renewable based on an anniversary date. The anniversary date is the day in which the membership last became effective. Non-payment of dues shall be considered as immediate voluntary resignation sixty (60) days after a member's anniversary renewal date.**

### **Section 2**

**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.**

## **ARTICLE II OFFICERS**

### **Section 1**

**The officers of this Association shall be: President, Vice President, Executive Secretary, and Treasurer. The President and Vice President shall be elected annually at the annual meeting of the Association. Eligibility for any office shall be restricted to those who paid dues during the current and previous year. In addition, the nominee for President or Vice President must have served a minimum of nine consecutive months as a member of the Executive Committee. The Executive Secretary and the Treasurer shall be appointed annually by the President and confirmed by the voting members of the Executive Committee. They shall be under the supervision of the Executive Committee.**

### **Section 2**

**The Nominations Committee shall present candidates for President, Vice President and three (3) Directors at Large at the annual meeting. Any member may nominate a candidate in addition to the presented slate of nominees. All candidates nominated must be present at the annual meeting, must agree to serve and understand the obligations of the office. The Nominations Committee will consist of but not limited to, the Immediate Past President, two Executive Committee members serving currently or who have served in the previous five years selected by the Executive Committee, and two members from the general membership. The**

**Immediate Past President shall be the Chair of this committee, and will be responsible for appointing the individuals to fill the other positions of the committee from the general membership.**

### **Section 3**

**The officers shall take office immediately following election and shall serve for a term of one year or until a successor is duly elected and qualified.**

### **Section 4**

#### **Duties of Officers**

- 1. 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 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. In the absence of the President, the Vice-President shall perform the duties of that office. The Vice President shall serve as the General Chair of the Annual Convention Planning Committee and will perform such other duties as directed by the President.**
- 3. The Executive 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. In the absence of the Executive 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 the office.**
- 4. 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. They may endorse for deposit of its order and may accept the drafts on behalf of the association. They shall keep accurate records of all Association transactions and will provide a complete financial report to the membership at the annual meeting and Executive Committee meetings. 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 their possession, shall be subject at all times to the inspection and control of the Executive Committee. If required by the Executive Committee, the Treasurer shall give bond in such form and with such sureties as shall be required by them.

### **ARTICLE III DIRECTORS AT LARGE**

There shall be six (6) Directors at Large. Their duties will be to represent the individual members and the local associations at meetings of the Executive Committee. Directors in positions with even numbers shall be elected in even-numbered years. Directors in positions with odd numbers shall be elected in odd-numbered years. The Association membership at the annual meeting shall elect these Directors. Eligibility for Director at Large shall be restricted to those who paid dues during the previous year and the current year. Each director shall serve for a term of two years or until their successor is duly elected. A director shall not succeed himself or herself more than once. In the event of a vacancy in the Directors at Large during the period between annual meetings, the President shall be empowered to fill such a vacancy for that position for the remainder of the term, with the confirmation of the executive committee.

### **ARTICLE IV EXECUTIVE COMMITTEE**

#### **Section 1**

The voting members of the Executive Committee shall consist of the President and the Vice President, Immediate Past President and six (6) Directors at Large. Non-voting members shall consist of the Executive Secretary and the Treasurer. One or more of these non-voting offices may be held by one or more persons, so long as all the duties commonly incident to the separate offices are performed in a timely and satisfactorily manner.

#### **Section 2**

The Executive Committee shall determine and adopt such policies, procedures, and programs as are deemed necessary for the efficient operation of the Association. The Executive Committee shall have the authority to transact all necessary business between annual meetings but no action by the Executive Committee shall be contrary to the actions and resolutions of the membership in attendance at the annual meeting. The Executive Committee shall have the authority to contract with, to terminate, to set the compensation, and to define the duties of the non-voting officers and staff. 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 Executive Secretary.

### Section 3

The Executive Committee is hereby empowered to remove from office any member of the Executive Committee who fails to fully support the Constitution, Bylaws or any resolution adopted by the membership in attendance at any meeting assembled. This action shall be accomplished by a majority vote of the Executive Committee at any called meeting or by written poll within 30 days after cause for action has been determined by the Executive Committee.

### Section 4

The Executive Committee shall meet at least three (3) times annually 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 voting members of this committee shall constitute a quorum. Any member of the Executive Committee missing three meetings of the Executive Committee during the term of office will be considered to have vacated the office. In the event a position on the Executive Committee is vacated for any reason, the President shall be empowered to appoint an eligible member to fill the vacancy for the remainder of the term, with such appointment to be confirmed by the Executive Committee.

## ARTICLE V COMPENSATION

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 VI MEETINGS

### Section 1

There shall be an annual membership meeting of the Association at such times as may be determined by the Executive Committee, so long as there is not a lapse of more than 14 months between annual meetings. These meetings will be for the election of Officers, for receiving the annual reports, and the transaction of other business. Notice of such meeting shall be sent to the members last recorded preferred contact address at least fifteen (15) days before the time appointed for the meeting.

## **Section 2**

**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 sent to the members last recorded preferred contact 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.**

## **Section 3**

**Thirty-five (35) members present at any annual or special meeting of the Association shall constitute a quorum.**

## **Section 4**

**The order of business at the annual membership meeting shall be as follows:**

- 1. Call to order**
- 2. Appointment of secretary and parliamentarian**
- 3. Reading of minutes of previous meeting (s)**
- 4. Receiving communications**
- 5. Reports of Officers**
- 6. Reports of committees both standing and special**
- 7. Unfinished business**
- 8. New business**
- 9. Election of Officers and Directors**
- 10. Adjournment.**

## **Section 4.1**

**The President shall appoint three at large members of the Association to perform an annual audit of the financial records of the Association at the end of each fiscal year. The results and any completed or planned corrective actions required will be reported at the annual meeting.**

## **Section 5**

**The order of business may be altered or suspended at any meeting by majority vote of the members present when not in conflict with these Bylaws or the Constitution.**

# **ARTICLE VII FISCAL YEAR**

**The fiscal year of the Association shall commence on the 1<sup>st</sup> day of January and shall end on the 31<sup>st</sup> day of December.**

# **ARTICLE VIII**

**These bylaws may be amended or repealed, in whole or in part, by a majority vote at any organized meeting of the Association preceded by a thirty (30) day advance**

**written notice to the membership of such proposed change. This will be done by means of publication in the TBA Journal in a timely issue, and/or sent to the members last recorded preferred contact address preceding such meeting. 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.**

**Revised this 3<sup>rd</sup> day of November 2023.**