

From: Annual General Meeting Minutes
October 28, 2023
Bend, Oregon

- Constitution and Bylaws changes (each section was discussed and voted on separately)
 - **Constitution of the Oregon State Beekeepers Association Revised and adopted October 26, 2019**

ARTICLE I Name The name of this organization, a nonprofit association, shall be Oregon State Beekeepers Association.

ARTICLE II Purpose and Organization

Section 1: Purpose—The purpose of this association is to unite the beekeepers of Oregon in an effort to improve beekeeping in the state.

Section 2: Organization—The association is organized exclusively for charitable, education, and/or scientific purposes under Section 501(c)(3) of the Internal Revenue Code. No part of the net earnings of Oregon State Beekeepers Association will inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that Oregon State Beekeepers Association shall 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: Association Affiliation—The association is affiliated with the American Beekeeping Federation, Inc.~~

~~Section 2: Member Affiliation—The association encourages individual beekeepers to become members of and to support the American Beekeeping Federation, Inc., by submission of their own dues and/or contributions.~~

Moved by Debby Garman, motion seconded by Brian Feckler to eliminate previous Article III. Motion passed unanimously.

ARTICLE IV **ARTICLE III** Membership

Section 1: Membership Categories—Membership in Oregon State Beekeepers Association shall include two categories: paid members and honorary life members. Each member shall have voting privileges in the association and thus be entitled to one vote at the annual meeting and at special meetings of the membership. Proxy voting shall not be permitted. In addition, each member shall receive a subscription for the year of membership to the Oregon State Beekeepers Association publication, The Bee Line. Complimentary subscriptions of The Bee Line may be provided at the discretion of the executive committee or the newsletter editor.

(A) Paid members. Oregon State Beekeepers Association is a nonprofit organization open to membership without regard to race, nationality, ethnic origin, or religious beliefs. Any individual person who is interested in apiculture or any other phase of the beekeeping industry is eligible for membership and may become a paid member by submitting the required membership dues and agreeing to be governed by this constitution and its bylaws.

(B) Honorary life members. Any person having performed a worthy service for the beekeeping industry by his or her scientific, industrial, or administrative abilities will be eligible for honorary life membership. Honorary life members shall be entitled to all rights and privileges of paid members, but shall be exempt from payment of dues. Honorary life members may be nominated by any member of the association and are selected by the executive committee. Not more than two individuals may be selected as honorary life members in a given year.

Section 2: Branch Associations—The association shall recognize branch associations as follows:

(A) Five or more paid members of Oregon State Beekeepers Association in any district of the state who wish to associate together and form a branch association may do so by submitting a list of all of its members and officers thus associated, paying \$1 per branch member (the number being the highest number of members during the previous year), and providing the names and addresses of five (5) members who are also OSBA members for the year of affiliation to the state association treasurer ~~no later than January 15 of the year of affiliation.~~

**Moved by Jan Lohman, motion seconded by Lorena Corzatt to eliminate the above date.
Motion passed unanimously**

(B) Each branch association may adopt its own constitution and bylaws, and establish its own dues structure, as desired by its members, provided there is no conflict with this constitution and its bylaws.

~~ARTICLE V~~ **ARTICLE IV** Officers

Section 1: Officers—The officers of Oregon State Beekeepers Association shall consist of president, vice president, secretary, treasurer, and regional directors.

Section 2: Regional Directors—The ~~Regional Directors~~ shall have full voting privileges on the ~~executive committee~~ **Board of Directors**. All regional directors shall be current members of Oregon State Beekeepers Association. The regional directors shall be elected from different areas of the state.

Section 3: Executive Committee - ***The Executive Committee of 9 shall consist of the officers plus the outgoing president and 4 OSBA members, (elected by all of the qualified Branch Directors at the 1st quarterly meeting of the year.) all qualified branch directors The Executive Committee is in charge of the daily operation of the organization and reports to the Board of Directors at the quarterly meetings.*** The outgoing

president shall remain a member of the executive committee until replaced by a succeeding outgoing president.

Moved by Maarty Van Otterloo, motion seconded by Debby Garman to accept changes to Section 3. Motion passed unanimously

Section 4: Branch Directors—Presidents of branch associations, which have five or more paid members and submit an update (Article ~~IV~~, *III*, Section 2) annually, shall serve as branch directors on the ~~executive committee~~ *Board of Directors* with full voting privileges. All branch directors must be paid members in good standing. Branch Directors may identify a member of the same branch who is also an OSBA member as a proxy to vote at ~~Executive Committee~~ *Board of Directors* meetings in their stead by written notice to the Executive Committee no later than 24 hours prior to the meeting.

Section 5: Working Committees—The incoming president shall have the authority to appoint working committees for the ensuing year. The chair of each committee will be invited to attend all ~~executive committee~~ *Board of Directors* meetings. Among committees that might be established are the following: (A) Agriculture Liaison (B) Fairs and Exhibits (C) Nominations (D) Northwest Apiculture Fund for Honey Bee Research, Extension, and Education (E) Public Relations

Section 6: Method of Elections—Nominations for the election of officers shall be submitted by a nominations committee and followed by nominations from the membership at the annual meeting. After nominations are closed, the president, vice president, secretary, and treasurer shall be elected by a majority of the members then present. Regional directors from different areas of the state shall also be elected by a simple majority of members present at the time. The newly elected officers shall assume duties at the close of the annual meeting.

Section 7: Terms of Office—All officers shall be elected or appointed for terms of one year and will serve until their successors are duly elected and installed.

~~ARTICLE VI~~ *ARTICLE V* Meetings

Section 1: Annual Meetings—An annual assembly of the members shall be held at the time and place selected by the ~~executive committee~~ *Board of Directors*.

Section 2: Special Meetings of ~~Executive Committee~~ *Board of Directors*—Special meetings of the ~~executive committee~~ *Board of Directors* shall be called by the president or on written request of two-thirds of the members of the ~~Executive Committee~~ *Board of Directors*.

Section 3: Special Meetings of Membership—Special meetings of the entire membership shall be called upon written request of the Executive Committee or one-fourth of the regular membership. Special meetings of the entire membership also may be called by the president when deemed necessary.

Section 4: Issues—Issues, except amendments to this constitution or its bylaws, shall be decided in meetings of the ~~executive~~

~~committee~~ **Board of Directors** by a simple majority vote of the committee members then present and in good standing, or by electronic vote consisting of all members of the ~~executive committee~~ **Board of Directors** in good standing, decided by simple majority.

Section 5: Rules of Order—The rules contained in Roberts Rules of Order (revised) shall govern this association in all cases to which they are applicable and are not inconsistent with this constitution and its bylaws.

ARTICLE VII Dissolution

Upon the dissolution of Oregon State Beekeepers Association, assets will be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) 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.

ARTICLE VIII Amendments

The constitution of Oregon State Beekeepers Association may be altered or amended only at an annual conference by a two-thirds vote of the total membership present, providing notice of the proposed changes be sent to all members at least one month (30 days) prior to said meeting

Bylaws of the Oregon State Beekeepers Association Revised and amended October 26, 2019

ARTICLE I Membership

Section 1: Membership—All applications for membership must be made to the treasurer, or the authorized representative, and must be accompanied by the dues for the year of membership. Membership runs from January 1 through December 31 of the year of membership except when membership is renewed or paid by a new member during conference registration process; then, membership runs continuously through the end of the year of the conference and the following year.

Section 2: Dues—Dues are involved in membership in the Oregon State Beekeepers Association as follows:

(A) Paid members. Members shall pay dues for the year of membership. Upon acceptance of the membership dues, the member is entitled to receive a copy of the Oregon State Beekeepers Association's constitution and bylaws.

(B) Honorary life members. Honorary life members may participate in all activities of the state association and shall pay no dues for the year of membership to the state association. If an honorary life member wishes to join a branch association, then he or she shall pay the dues of the branch association.

(C) Dues. Dues may be paid at any time and are current for the year of membership. Any dues not paid within one month after the year of membership are said to be delinquent and membership is canceled. Dues for the year of membership shall be determined by the ~~Executive Committee~~ **Board of Directors**.

(D) Donations. Any member wishing to donate funds toward the General Fund, Research Fund, or a specific program may do so. Such funds shall be earmarked and spent only for the benefit of the program so specified at the time of the donation. Donations made at the auction during the annual conference shall be used exclusively for research. In the event that there is a shortfall from the conference, funds from the Research Fund may be used to cover the additional expenses. The amount thus borrowed shall be repaid at the earliest possible time.

ARTICLE II Duties of Officers

Section 1: President—The president shall be the directing head and chief executive office, and shall preside at all meetings. He or she shall act as chair of the Executive Committee, *and Board of Directors*, appoint all committees not otherwise provided for, fill all vacancies in office taking place between elections, and call all special meetings of the Executive Committee, *Board of Directors* and of the general membership when requested to do so as provided 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.

Section 2: Vice President—In the absence of the president, the vice president shall assume the responsibilities ordinarily falling upon the president. In the absence of both officers, the members may select a chair to serve for the time being. It shall be the duty of the vice president to serve as program chair of the association.

Section 3: Secretary—It shall be the duty of the secretary to:

- (A) Maintain a list of all members in good standing.
- (B) Keep all honorary life members on the membership rolls.
- (C) Record all minutes of annual and special meetings of the membership, as well as minutes of meetings of the Executive Committee.
- (D) Submit an annual report of branch associations at the annual meeting of the state association.
- (E) Revise the constitution and bylaws after annual membership meetings in which changes have been approved by the membership.
- (F) Perform such other duties as would naturally be assigned to this office.

Section 4: Treasurer—It shall be the duty of the treasurer to:

- ~~(A) Maintain a list of all members in good standing.~~
- ~~(B) Keep all honorary life members on the membership rolls.~~
- ~~(C) Provide information regarding the membership list, including new members and member renewals, to the secretary and the editor of the newsletter as it is received.~~
- (A) Keep financial records in good condition showing all amounts received and disbursed by him or her, from whom received, and to whom and for what paid.
- ~~(E) Have the option to send notice of delinquent membership to those members who are one month late in paying dues.~~

(B) Perform such other duties as would naturally be assigned to this office.

Moved by Barb Derkacht, motion seconded by Mike Rodia to change treasurer duties as reflected above. Motion passed unanimously.

Section 5: Regional Directors—Regional directors shall serve on the executive committee. ~~Board of Directors~~. They will be expected to be aware of the problems facing beekeeping in their respective areas of representation and be responsible for bringing these problems to the attention of the Executive Committee and the members. They also will send monthly reports to the newsletter editor and send a copy of each of the monthly reports to the president.

Moved by Becca Fain, motion seconded by Mike Rodia to change Regional Directors section as noted above. Motion passed unanimously.

ARTICLE III Duties of Committees

Section 1: Agriculture Liaison—It shall be the duty of this committee to serve as liaison between the Oregon State Beekeepers Association and national, state, and local government entities, agriculture groups, agriculture associations, and grower commissions for beekeeping and honey bee issues.

Section 2: Fairs and Exhibits—It shall be the duty of this committee to cooperate with the Oregon State Fair Board in developing the bee and honey exhibit at the Oregon State Fair whenever possible, and to cooperate with local and district fair managers in developing larger and better honey exhibits in their respective fairs.

Section 3: Nominations—It shall be the duty of this committee to work with the membership to solicit the names of members who are willing and able to assume responsibility for positions on the executive committee.

Section 4: Northwest Apiculture Fund for Honey Bee Research, Extension, and Education—It shall be the duty of this committee to engage in the work needed to support this fund for honey bee research, extension, and education within the Department of Horticulture, or its successor, at Oregon State University.

Section 5: Public Relations—It shall be the duty of this committee to secure news items and photographs for publication at all beekeeping functions, and to work with officers and committees on proper exposure of apiculture to the public, whenever and however possible, whether by newspapers, radio, television, Internet, or other news media.

Section 6: Other—Duties of other committees will be defined at the time they are established.

ARTICLE IV Amendments - These bylaws may be altered or amended only at an annual conference by a two-thirds vote of the total membership present at the meeting, provided notice of the proposed changes have been sent to all members at least one month (30 days) prior to said meeting.

Changes from Executive Committee to Board of Directors as noted throughout accepted without vote.