

Greater Cleveland Beekeepers
Association

BYLAWS

ARTICLE I: NAME and PURPOSE

Section 1: Name

This organization shall be known as the Greater Cleveland Beekeepers Association (GCBA)

Section 2: Purpose

The purpose of the GCBA shall be to promote interest in beekeeping through education, training, and community awareness.

ARTICLE II: MEMBERSHIP

Section 1: Eligibility and Annual Dues

Any person interested in becoming a member of the GCBA shall complete a membership form and pay yearly membership dues as set by the GCBA to the Treasurer. Membership dues are Payable annually in January of each year and are due by February 28th. Membership may begin any month. Fees paid during the interim carry to December 31st. No partial-year dues are accorded. Any changes in annual membership fee shall be subject to approval by a majority at any regular business meeting.

Section 2: Honorary Membership

Honorary Membership may be conferred by a majority vote of the members present at any regular meeting of the GCBA. Such membership may be conferred only upon persons who have rendered unusual service to the association or who have attained prominence in the beekeeping field.

Section 3: Standing

Upon timely payment of annual dues, on or before February 28th of the current year, a person is considered a member in good standing.

Section 4: Voting Eligibility

Members are allowed to vote for Executive Committee officers and directors at the annual meeting. Honorary members do not have voting privileges.

ARTICLE III: GENERAL MEMBERSHIP MEETINGS

Section 1: Regular Meetings

- A. Regular meetings of the membership will occur on the second Wednesday of each month. The Executive Committee may change the regular meeting date to reschedule meetings cancelled due to weather or other circumstances.
- B. Regular meetings will be held at a location named by the Executive Committee and may be relocated at the discretion of the Executive Committee.
- C. The reason for the regular meeting of the membership is to fulfill the purpose and promote the goals of the GCBA.

Section 2: Annual Meeting

An annual meeting of the members will be held in December of each year. The purpose of the annual meeting is to:

- elect officers and directors of the Executive Committee
- provide members with a state of the organization

Section 3: Special Meeting

The President or the Executive Committee, as deemed necessary for GCBA business, may call special meetings of the membership.

Members may also call a special meeting, in writing and signed by no less than ten active members, sent either by first class mail or email, to the current President.

Section 4: Quorum

Any meeting with at least Twenty-five (25) members in attendance constitutes a quorum to conduct official GCBA business. If a quorum does not exist at a scheduled general membership meeting, no votes may occur until the next scheduled general membership meeting, where a quorum is present.

Section 5: Agendas

The President will set the agenda for each general membership meeting, in cooperation with a program chairperson, if any. Agendas may be formal or informal.

If a member would like an issue brought up at the general membership meeting, he or she must submit the agenda item to the President at least 24 hours before the scheduled general membership meeting.

ARTICLE IV: OFFICERS AND EXECUTIVE COMMITTEE

Section 1: Power and Authority

The Executive Committee will establish policies for the GCBA and ensure the organization carries out activities to meet its purpose. Executive members shall serve voluntarily without compensation. The Executive Committee shall be the same Board of Directors within the meaning of ORC §1702.

The President of the Executive Committee will be the presiding officer.

Section 2: Composition of Executive Committee

The Executive Committee will consist of eight individuals, consisting of three elected directors, the four elected officers, and the immediate past president. If the current president is re-elected for a second term, the previous past president will continue to fill the position of the past president and perform the duties stated in the bylaws.

Section 3: Eligibility

Each elected member of the Executive Committee must be a member of the GCBA. Should an elected member of the Executive Committee fail to pay annual dues during his or her term in a timely manner, that person will cease to serve in the office held, and the vacancy will be filled by an interim appointment by the Executive Committee until a special election can be held to fill the position.

Section 4: Officers of the Executive Committee

Officers of the Executive Committee shall be the President, Vice-President, Secretary and Treasurer. The immediate Past President shall be an honorary officer.

Section 5: Terms of Office

The President and Vice-President shall not hold office for more than two consecutive years.

The Directors shall consist of three GCBA members, each serving three (3) years in staggered rotation with one new Director elected each year at the annual meeting in December. Directors shall have full voting privileges.

A person will not be eligible to hold office on the Executive Committee and as a Director simultaneously.

Section 6: Elections and Qualifications

- A. Election of officers and directors will occur at the annual meeting of the membership in December of each year by written ballot.

B. Any member may run for any elected position with the following parameters:

- Candidates for any office must be members for the current year.
- All candidates must attend at least six general membership meetings in the current year.

C. Officers shall assume the duties of their respective offices for a term of one year, commencing January 1st following their election and shall officiate at the January meeting.

Section 7: Vacancies on the Executive Committee

In case of a vacancy of office, whether an officer or director, due to resignation or otherwise, the Executive Committee, by majority vote, shall appoint a replacement to serve until the next regular election.

Section 8: Removal

- A. Any member of the Executive Committee who fails to pay annual dues in any calendar year as stated in Section 3 above will be considered to have tendered his or her resignation.
- B. Members of the Executive Committee, who miss four consecutive regular meetings of the membership or three consecutive Executive Committee meetings called by the President, will be considered an uninterested party. Upon such designation, the President will contact the Executive Committee to request removal of that person from the Executive Committee. The executive Committee may appoint a member as an interim officer or director until a special election can be held.
- C. The Executive Committee may remove an officer or director from his or her office for cause if, in the judgment of the Committee, such person's actions or statements can reasonably be expected to damage or reflect detrimentally on the reputation of GCBA.

Section 9: Executive Committee Meetings

The Executive Committee will meet at least once each month at a time and place determined by the Committee. The Executive Committee may hold as many business meetings as called by the President or by any two Committee members, notice of such a meeting will be given to all officers and directors at least 72 hours prior to the meeting. Five members present in person constitute a quorum of the Executive Committee to conduct business. Business of the Executive Committee will be transacted by majority vote of those attending the meeting at which a quorum is present. Voting members shall be the elected members of the Executive Committee and the immediate past president.

GCBA members attending meetings held to conduct business of the organization have the right to speak and address any issue brought before said meeting but not the right to vote on any outcome in said meeting. Discussion topics presented by GCBA members shall be submitted to any member of the Executive Committee in writing within 72 hours of the

scheduled business meeting. Members are asked to reference the GCBA website contact information for members of the Executive Committee.

In lieu of holding a meeting, the executive Committee may take action by unanimous written consent of its voting members.

Any decision made by the Executive committee can be overturned by a majority vote of the GCBA members at large, per Article 3 hereinabove.

ARTICLE V: Duties and Authority of Executive Committee Members

Section 1: General Responsibilities and Duties

Elected officers and directors of the Executive committee will have overall responsibility for the management of the Association. They will:

- Ensure GCBA remains faithful to its purpose;
- Develop strategies and goals for the GCBA;
- Seek input from the general membership of strategy and goals;
- Determine appropriate uses of GCBA finances.

Section 2: Officers

The President shall preside at all meetings of the GCBA and of the Executive Committee. He/she shall be subject to the direction of the executive committee and the GCBA and direct the activities of the association. The President shall not have a vote on any proposal brought before any meeting except in the event of a tie vote by the Executive Committee. The President shall have the power to establish and appoint committees both of the Executive Committee and of the association. The President shall implement decisions of the Executive Committee and of the association via committees or otherwise.

The Vice-President shall perform all the duty of the President during the latter's absence or disability and any other duties as may be required by the Bylaws.

The Secretary shall record minutes of all the meetings, including general membership and Executive Committee meetings, which shall include the financial statements reported by the Treasurer, and the names of all attendees at monthly meetings. He/she shall receive and forward mail to the executive Committee for action and respond to such mail at the direction of the Executive Committee. The Secretary shall give all notices required by law or provided for the By-Laws. The Secretary shall provide written minutes to the membership. The Secretary shall prepare election ballots and distribute ballots to paid members at the Annual Meeting in December. The Secretary shall have custody of the official records of GCBA.

The Treasurer shall receive all monies due the GCBA, based on the calendar tax year, and shall deposit same in the GCBA bank account or such depository as may be designated by the Executive Committee, and shall make disbursements based on review and approval of the Executive Committee at any regular business meeting. The Treasurer may spend up to \$50.00 without approval between regular business meetings. A written receipt at the next Executive Committee meeting must evidence expenditures. He/she shall collect membership dues, and keep an accurate record of all receipts, disbursements, maintain the corporate record book, if necessary, maintain a ledger of membership and any tangible assets owned by the GCBA. He/she shall provide a financial statement to the membership as deemed appropriate by the Executive Committee. The books are open to review by any member at a time and place convenient to the Treasurer or as set by the President. At the end of each calendar year, the Executive Committee will review the financial statement for that year, and the year-to-date financial statement will be made available to the membership by January of the next calendar year. The Treasurer shall have custody of all insurance policies, contracts, leases, tax returns and similar documents. The Treasurer shall file a verified statement of continued existence with the Ohio Secretary of State within each five years after the date of incorporation or of the last corporate filing pursuant to ORC §1702.59. The treasurer shall ensure that all required tax returns be prepared and timely filed with the appropriate tax authority. To provide continuity, the Treasurer shall train his or her successor for a reasonable period of time.

The Immediate Past President shall perform duties assigned to him/her by the President.

Section 3: Directors

In addition to the three elected directors, the Executive Committee may appoint other directors with approval by a majority vote of the membership to serve in a specific capacity. The additional directors will not have voting privileges on the Executive Committee.

ARTICLE VI: ELECTION OF THE EXECUTIVE COMMITTEE

Section 1: Nominations and Candidacy

Any members who wish to present their candidacy for specific offices shall notify the Secretary no later than the November regular meeting of the membership. Nominations for Executive Committee officers will also be open from the general membership at the November meeting.

In the specific instance where no candidate is found for President or Vice-President, but two or more have been nominated for one of those offices, the runner-up, with his or her consent, will fill the uncontested office.

If any office remains vacant following the elections, the Executive Committee may fill the vacancy as it sees fit.

Section 2: Elections

Elections will occur at the annual meeting of the membership in December. Each member of the GCBA in good standing may vote by ballot. Family memberships shall be entitled to one (1) vote per family.

Election of officers and directors will be by written ballot.

The ballots will be counted by two members of the general membership chosen by the current President at the time of the voting. Neither member may be a candidate for any position in the current election.

The winners of the elections will assume their respective offices on January 1st following the December election.

ARTICLE VII: PARLIAMENTARY AUTHORITY

The order of business for all meetings shall be conducted in accordance with the current edition of *Robert's rules of Order Newly Revised*, unless suspended by a majority vote of the quorum present or where they are not in conflict with the bylaws or other rules of the GCBA. If a situation is not covered under these bylaws, the GCBA shall adopt the current edition of *Robert's Rules if Order Newly Revised* as its authority on procedures.

ARTICLE VIII: AMENDMENTS TO THE BYLAWS

These bylaws may be altered, amended or repealed. To change any article in the bylaws, such changes shall be presented in writing to the general membership at a regular GCBA meeting for discussion. A vote will not take place until two consecutive meetings have passed after receiving any proposed changes to the bylaws. Changes to the bylaws require a 2/3-majority vote by written ballot of members present.

ARTICLE IX: COMMITTEES

Section 1: Purpose

Both the general membership and the executive committee may establish such standing committees and special committees, as they deem necessary, to carry on the work compatible with the purpose of the association.

Section 2: Standing and Special Committees

Standing and special committees may include, but are not limited to:

- A. Program Committee
- B. Field Day – Conference Committee
- C. Fair Committee
- D. Membership Committee
- E. Mentor Committee

ARTICLE X: FUNDS

All funds of GCBA must be deposited in accounts in the name of the Greater Cleveland Beekeepers Association. Only officers authorized by the Executive Committee may make deposits to or withdrawals from GCBA accounts.

ARTICLE XI: COMMUNICATION WITH MEMBERSHIP

For the purpose of communication set forth in these bylaws, notices will be sent to the last known e-mail address or mailed address on record with the GCBA, per the member's indicated preferred manner of notification.

ARTICLE XII: CLUB EQUIPMENT

All equipment purchased by GCBA is solely the property of GCBA and will remain "on site" (at the Cuyahoga County Fairgrounds, Joyce Bee Barn – Building 30)

Equipment includes but not limited to extractor, Jack's Honey Grading Chart, Refractometer, Microscope, Honey Extraction Room, etc.

And, said equipment is available for use, by appointment only, by members in good standing.

ARTICLE XIII: FIELD DAY

Field Day will always be held the 3rd (third) Saturday in May each year exclusively at the Cuyahoga County Fairgrounds.

