

# **FREDERICK COUNTY BEEKEEPING ASSOCIATION, INC. CONSTITUTION AND BYLAWS**

(Approved January 8, 2020)

## **ARTICLE I NAME AND PURPOSE**

Section 1: The name of this organization shall be the Frederick County Beekeeping Association, Inc. (FCBA). The FCBA is a non-profit association incorporated under the laws of the State of Maryland.

Section 2: The objectives of the FCBA are to assist and educate beekeepers, to maintain our individual rights as beekeepers, to encourage beekeeping as a hobby and as an industry, and to create a positive public image of beekeeping.

## **ARTICLE II MEMBERSHIP AND DUES**

Section 1. Individuals who are interested in beekeeping and subscribe to the objectives of this organization may join by submitting a membership application to the Treasurer and paying dues.

Section 2. There shall be five categories of Membership in the FCBA as follows:

- A. Individual – Shall be entitled to all benefits of the Association including voting privileges.
- B. Family Group – Two or more regular members belonging to the same family are considered family group members. A maximum of two-family group members is entitled to benefits of the Association including voting privileges. Family group members may sponsor immediate members of their family as a member of their Family group; such sponsored family group member being entitled to benefits of the Association less voting privileges.
- C. Honorary – Shall be entitled to all benefits of the Association with the exception of voting privileges.
- D. Individual Life — Shall be entitled to all benefits of the Association for life.
- E. Family Group Life — Shall be entitled to all benefits of “Family Group.” This membership category shall be limited to a single-family generation.

Section 3. The Board of Directors shall set the dues for each category of membership annually. Dues shall be collected annually and are due by January 31<sup>st</sup>.

Section 4. The dues structure for membership shall be:

- A. Individual Regular – \$10/year per member
- B. Family Group – \$20 for two or more members from the same family



- C. Honorary – Free, but must be voted in by 75% of those voting; requires annual renewal
- D. Individual Life – A one-time charge of \$100 for lifetime membership
- E. Family Group Life — A one-time charge of \$175 for lifetime membership for one generation.

Section 5. Members are considered in good standing if their dues are current. Only members in good standing may vote at any meeting. Members with dues in arrears for ninety (90) days shall be dropped from the voting rolls, and their membership status will be changed to past-member.

### **ARTICLE III BOARD OF DIRECTORS**

Section 1. The Board of Directors shall be the governing body of the Association and shall be responsible for managing the property of and conducting the business and all other affairs of the Association not delegated to the membership or to committees so authorized by these Bylaws. The Board shall consist of seven (7) elected Directors and one (1) appointed non-voting Director of Membership Relations. The seven elected directors shall consist of five officers and two members-at-large; the five elected officers being the President, Vice President, Secretary, Treasurer, and the Immediate Past President.

- A. At the Annual November Meeting a President and Vice President shall be elected by ballot. Each may serve for a maximum of two consecutive one-year terms.
- B. The Secretary and Treasurer will also be elected by ballot. Each may serve a maximum of three consecutive one-year terms
- C. The two Directors who are members-at-large shall serve two-year terms; such terms being staggered so that the terms overlap.
- D. The non-voting Director of Membership Relations shall be appointed annually by a majority vote of the elected Board members.

Section 2. Any vacancy occurring on the Board of Directors between Annual Meetings of the Association shall be filled by a majority vote of the remaining Directors. A Director so selected shall serve until the next Annual Meeting.

Section 3. In the two months following the Annual Meeting, the Board shall organize itself, develop a budget, organize its committees, and appoint the Director of Membership Relations as well as Committee Chairs. Committee Chairs shall attend Board meetings as business may require. The Board shall have the power to make rules for its own governance.

Section 4. The Board of Directors shall meet quarterly.

- A. To ensure transparency, the quarterly meetings of the Board of Directors shall be open to the general membership and, whenever possible, shall be held in a venue conducive to public



gatherings. In addition, the membership shall be notified via email a minimum of seven days in advance of such meetings.

- B. Special Meetings of the Board of Directors may be called by the President or by any four Directors provided notice is given to all Directors via email at least three days prior to the Special Meeting. Such notice shall clearly state the purpose of the Special Meeting and no other business shall be conducted at such meeting. A quorum of the Board shall be required to conduct any business of the Association, such quorum being at least four Directors.
- C. Actions without meeting – Any action requiring or permitted to be taken at a meeting of the board of directors may be taken without a meeting if unanimous consent which sets forth the action is:
  - a Given in writing or by electronic transmission by each member of the board; and
  - b Filed in paper or electronic form with the minutes of the next board or regular club meeting.

Section 5. No Director, Officer, Committee Member, or any volunteer member working on behalf of the FCBA shall be held liable for any of their actions excepting gross negligence and shall be indemnified and held harmless from any consequences of their actions.

#### **ARTICLE IV DUTIES OF OFFICERS**

Section 1. It shall be the duty of the President to preside at meetings of the Association, coordinate its activities, and perform all duties usually pertaining to this office. For the purpose of preserving institutional knowledge, the President shall maintain a file containing relevant documents of administrative significance to the club and shall pass said file to his/her successor.

Section 2. In the absence or disability of the President, the Vice President shall perform all the duties of the President. The Vice President shall also serve as the Chair of the ad-hoc Nominating Committee and shall act as the primary election official—supervising nominations, elections and balloting.

Section 3. The Secretary shall perform such duties as are usual to this office; shall keep the minutes of all proceedings and record the same, shall coordinate the posting of minutes on the club website with the webmaster, shall maintain historical documents, and shall conduct routine correspondence for the Association.

Section 4. The Treasurer shall perform such duties as are usual to this office; shall receive membership applications from new and renewing members, shall keep a roster of members, and shall receive all funds of the Association and deposit same in a two-signature checking account in a federally-insured bank. The Treasurer shall invest funds as directed by the Board of Directors. The Treasurer shall disburse unbudgeted funds only in accordance with Section 7 of this Article. The Treasurer shall maintain accurate records of receipts and disbursements, shall participate in the annual audit, and shall make these records available to any member upon request. The Treasurer shall make a monthly report to the club of receipts, disbursements and account balance. Following the November annual meeting, the Treasurer shall prepare an annual club budget for the approval



first of the Board of Directors followed by approval of the membership at the January meeting. Until such time as a new budget is approved by the membership, the club shall operate on a temporary budget which mirrors the budget of the preceding administrative year.

Section 5. The Director of Membership Relations shall receive membership information from the Treasurer and/or members for the purpose of updating membership contact information and enabling effective communication with all members of the Association via email or other appropriate means. This Director shall assist other Officers with communications related to Association business as required. The Director of Membership Relations is a non-voting Board member.

Section 6. The Board of Directors shall also be responsible either through its Directors or its Committees or special assignments to publish and mail or email a newsletter to all members; to interact with the media, educators, public officials or the general public to disseminate information on the Association and on beekeeping; to ensure the membership is kept fully informed of legislation affecting beekeepers, of beekeeping techniques, diseases or any scientific or technical matter affecting beekeeping.

Section 7. The Board of Directors shall present to the membership for its approval at the January meeting a budget for the upcoming year. Once approved, the Board shall authorize expenditures in accordance with the budget.

- A. Budgeted Expenditures. Budgeted expenditures may exceed budget line item amounts by not more than 10% without approval of the membership. In any case, the Board may not expend any funds in excess of \$500 of a budgeted line item without approval of the membership.
- B. Non-budgeted Expenditures. Non-budgeted expenditures of less than \$500 require Board approval. Non-budgeted expenditures in excess of \$500 require approval of the membership.
- C. Investment of funds. The Board shall provide instructions to the Treasurer regarding the purchase and redemption of Government Insured Certificates of Deposit (CD) for those funds determined by the board to be in excess of operating requirements.

## **ARTICLE V COMMITTEES**

Section 1. Following the November Annual Meeting, the Directors shall organize committees and appoint the Chairs by a majority vote of the Directors. Chairs may appoint other volunteer members to their committees as needed. Committees shall work under the guidance and direction of, and shall report to, the Board. The Board may accept or reject by a majority vote those recommendations which are the responsibility of a Committee.

Section 2. The Standing Committees of this association shall be:

- A. A Public Education and Outreach Committee to prepare educational materials related to beekeeping and to conduct educational events for the public, for Frederick County schools and for other interested groups. On occasion, the Committee may be tasked with formulating Association policies regarding state and county legislation to be submitted to the Board and



the membership for approval and to disseminate such approved policies when and where appropriate.

- B. A Programs Committee to secure club meeting speakers of interest for both beginner and advanced beekeeping-related topics.
- C. A Beekeeping Course for Beginners Committee to formulate a syllabus and teaching materials and preside over an annual Course for the purpose of training novice beekeepers in current best practices for establishing and maintaining colonies of honey bees.
- D. A Great Frederick Fair Steering Committee to organize, design, erect and conduct the Fair-related business of the Association's honey bee education and honey sales.

Section 3. The Ad-Hoc committees of this association shall be:

- A. A Nominating Committee to present at the November Annual Club meeting a list of candidates for election to office for the following year. The Vice President is the Chair of this committee.
- B. An Auditing Committee to report on the correctness of the Treasurer's accounts, to ensure that expenditures are consistent with the budget and other authorizations, and to conduct an audit annually by the last day of February, or at any time the Treasurer's duties are passed to another member.

Section 4. The Board shall appoint additional ad-hoc committees or special working groups as needed by majority vote of the Directors or as may be directed by majority vote of the members present at any Special Meeting or regular club meeting.

## **ARTICLE VI MEMBERSHIP MEETINGS, PROCEDURES AND QUORUM**

Section 1. Regular club meetings shall be held on the first Wednesday of the month unless said date falls on a national holiday in which case no club meeting will be held that month.

Section 2. An annual meeting of the members shall take place in the month of November. At the annual meeting the members shall elect officers and directors (with the exception of the Director of Membership Services which is an appointed position), receive reports on the activities of the association, and determine the direction of the association for the coming year.

Section 3. The members present at any properly announced meeting shall constitute a quorum.

Section 4. Members in good standing shall be entitled to one vote on all matters that are voted upon, including club elections. As noted in Article II, Section 2, family group memberships are allowed a maximum of two votes. Other than matters brought to a vote at a Special Meeting, all matters requiring a vote shall be voted upon at a regularly scheduled monthly meeting, and all issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place. Any and all votes must be cast in person.



Section 5. Regarding elections, nominations may be made from the floor provided that the nominee is present and consents to the nomination or has given such consent in writing when not present.

Section 6. The calendar year shall be the fiscal year.

#### **ARTICLE VII AMENDMENT**

These Bylaws may be amended at any regular club meeting by a two-thirds vote of those present. provided notice of such amendments and the nature thereof shall have been emailed to the membership at least ten days prior to the date of the meeting.

#### **ARTICLE VIII PARLIAMENTARY AUTHORITY**

Robert's Rules of Order, as revised, shall govern all parliamentary proceedings of this Association.

#### **ADOPTION**

These bylaws were approved at a general membership meeting by a two-thirds vote of those present on January 8, 2020.