

**GEORGIA BEEKEEPERS ASSOCIATION, INC.  
BYLAWS**

**Article I. Name**

The name of the Corporation shall be the "GEORGIA BEEKEEPERS ASSOCIATION, INC.", and shall be referred to as the Corporation throughout the remainder of this document.

**Article II. Purpose**

**Section 1: Specific Purpose**

The purpose of the Corporation is, as stated in the Articles of Incorporation:

- (a) to promote and support the practice of beekeeping in the State of Georgia;
- (b) to promote the use of products of Georgia beekeepers, including honey, bees, queens, beeswax, and other hive products and pollination services;
- (c) to represent the beekeepers of Georgia in state and national industry and legislative matters;
- (d) to engage in any activity which will promote the common interests and general welfare of Georgia beekeepers and the beekeeping industry;
- (e) to perform any act or function authorized by law and not inconsistent with the above stated purpose.

**Section 2: Nonprofit Purpose**

The Corporation is not organized and shall not be operated for pecuniary gain or profit. No part of the property or funds of the Corporation shall inure to the benefit of any director, officer or member.

**Article III. Registered Agent**

**Section 1: Registered Agent**

The Board of Directors (aka the Board) shall select the registered agent of the Corporation who shall maintain the registered office of the Corporation.

**Section 2: Offices**

The Corporation may have other offices at such place or places as the Board of Directors may from time to time appoint, or the operation of the Corporation may require, or make desirable.

## **Article IV. Membership**

### **Section 1: Membership Classes**

- (a) **ACTIVE:** Any person may become an Active Member of the Corporation by making application and paying the required membership dues. An Active Member shall have the right to attend all meetings, vote, and perform any other function not restricted by law, these Bylaws, or by the officers and/or directors of the Corporation.
- (b) **HONORARY:** At its discretion, the Corporation, by the action of the Board of Directors, may extend honorary membership to any person who has significantly aided the cause of the Corporation. An Honorary Member shall have none of the obligations of membership in the Corporation, but shall be entitled to all rights and privileges except those of voting, making motions, and holding office.
- (c) **LIFE:** Life Membership may be extended, at the discretion of the Corporation, to those active members who have given exemplary service to the Corporation. Such members shall enjoy all rights and privileges which would have accrued to them as an active member, but shall be excused from payment of membership dues. Life membership must be recommended by the Board of Directors, and approved by a majority vote of the members present at an Annual Membership Meeting.

### **Section 2: Membership Account**

Membership in the Corporation shall be evidenced by an active account in the club membership database, which shall state the membership classification and expiration date.

- (a) Membership shall be valid from the date of joining/renewal until the same month and day in the following term (one, two, three, or four years) for which the membership was paid.
- (b) Membership for Life members shall be valid for the lifetime of the holder, subject to revocation for just cause upon recommendation of the Board of Directors and a majority vote of the members present at a membership meeting.
- (c) All memberships are non-assignable and non-transferable and shall have no par value.

### **Section 3: Dues**

Membership dues are payable to the Treasurer on or before the expiration of their current membership listed on the corporation roster.

- (a) Members in arrears shall be dropped from membership.
- (b) No member shall be allowed to vote, hold office, make motions or otherwise participate in the affairs of the Corporation unless his/her dues are current.
- (c) The amount of membership dues shall be set by majority vote of the members present at the Annual Membership Meeting. Once adopted, dues shall remain in effect until amended by such majority vote.

## **Article V. Meetings**

### **Section 1: General**

All meetings shall be presided over by the President or other person appointed by the Board of Directors. The Secretary or his/her designate shall keep minutes of each meeting, and said minutes shall be made a part of the corporate records of the Corporation.

### **Section 2: Parliamentary Procedure**

The rules contained in the current edition of Robert's Rules of Order: Newly Revised shall govern the Corporation in all cases to which they are applicable and in which they are not inconsistent with these Bylaws or any special rules of order the Corporation may adopt.

### **Section 3: Membership Meetings**

- (a) A quorum for conducting business at the Membership Meeting shall be the lesser of thirty (30) Members or ten (10) per cent of all Active Members.
- (b) The Secretary shall email and/or mail a written notice of all Annual and Special Membership Meetings to each member at least thirty (30) days prior to the meeting date. Said notice shall state the date, time, place and purpose of the meeting. Notice of membership meetings can be made in a Corporation newsletter if the newsletter is mailed to the membership thirty (30) days prior to the meeting. Attendance at the meeting or personal knowledge of the meeting shall constitute a waiver of notice.
- (c) Annual Membership Meetings
  - (i) The purpose of an Annual Membership Meeting is the installation of officers and directors, receiving of annual reports, and conducting such other business as may be properly brought before the membership.
  - (ii) Annual Membership Meetings shall be held during either the Fall or Spring Conferences, at a time and place designated by the Board of Directors.
- (d) Special Membership Meetings
  - (i) Special Membership Meetings may be called at the discretion of the Board of Directors or when the Board of Directors is petitioned by at least fifteen (15) per cent of the Active Members.
- (e) The business agenda for all Annual Membership Meetings shall include, but shall not be limited to, the following items:
  - (i) Call to order
  - (ii) Reading of the minutes of the last membership meeting
  - (iii) Recognition of visitors and/or guest
  - (iv) Presentation of Awards
  - (v) Report of all Board of Directors meetings since the last membership meeting
  - (vi) Treasurer's report
  - (vii) Reading of all Communications received by the Corporation
  - (viii) Reports of Officers
  - (ix) Reports of Committees
  - (x) Old Business
  - (xi) New Business
  - (xii) Remembrance of Beekeepers who have died in past year
  - (xiii) Installation of new officers (at Annual Membership Meeting)

#### **Section 4: Board of Directors Meetings**

- (a) At the discretion of the President or at least five (5) members of the Board of Directors, a meeting of the Board may be called.
- (b) Written notice shall be emailed and/or mailed to each Board member at least ten (10) days prior to the meeting, but attendance at the meeting or personal knowledge of the meeting shall constitute a waiver of notice. Said notice shall state the date, time, place, and purpose of the meeting.
- (c) Board Meetings may be held in person, via teleconference, or via video-conference. A quorum for conducting the business of the Board of Directors shall be five (5) members of the Board.
- (d) The Board may conduct any and all such business as the Board deems necessary and appropriate via email and/or other available electronic media, and Board members may vote on matters concerning the business of the Corporation via the same, provided that all quorum and voting requirements herein are otherwise complied with.
- (e) Any member of the Corporation shall be allowed to attend any meeting of the Board of Directors, but may not vote or make motions.

### **Article VI. Elections & Voting**

#### **Section 1: Elections**

Elections will take place during the Conference surrounding the Annual Membership Meeting.

- (a) The Nominations and Elections Committee shall solicit and submit candidates for all elected positions, shall prescribe all procedures, and shall administer and conduct the election process.
- (b) Members shall have the right to write-in additional candidates for any elected position, subject to the procedure(s) for elections set forth by the Nominations and Elections Committee.
- (c) The election of officers and directors will be held by secret ballot.
- (d) The results of elections will be announced during the Annual Membership Meeting, or as soon thereafter as possible.

#### **Section 2: Voting Eligibility**

Only Members of the Corporation are eligible to vote regarding elections or any business before the Corporation. In order to be eligible to cast a vote for any matter, a Member must meet the following requirements:

- (a) The Member's dues must be current.
- (b) Except where otherwise specifically provided for within these bylaws, the Member must be physically present to cast his/her ballot.
- (c) Except where otherwise specifically provided for within these bylaws, neither absentee ballots nor proxy ballots are allowed.

## **Article VII. Officers**

The officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer. The offices of Secretary and Treasurer may be consolidated upon recommendation of the Board of Directors.

### **Section 1: Officer Elections**

- (a) To be qualified to hold an elected office in the Corporation, an individual shall be an Active Member or a Life Member of the Corporation for the term they shall serve and for the immediate past year.
- (b) Officers shall be elected by majority vote of the members in an election process as prescribed by the Nomination and Elections Committee.

### **Section 2: Officer Removal**

Any officer may be removed by the membership at any meeting with respect to which notice of such intent is given to the members at least thirty (30) days prior to the meeting.

### **Section 3: Officer Vacancy**

A vacancy in any office because of death, resignation, removal, disqualification, or for any other reason, may be filled by the Board of Directors for the unexpired portion of the term of that office.

### **Section 4: Officer Terms**

- (a) The term of office for all elected Officers of the Corporation shall be two (2) years.
- (b) The President and Vice-President's terms shall commence upon the adjournment of the Annual Membership Meeting in even-numbered years, and shall continue through the adjournment of the subsequent Annual Membership Meeting in the following even-numbered year.
- (c) The Treasurer and Secretary's terms shall commence upon the adjournment of the Annual Membership Meeting in odd-numbered years, and shall continue through the adjournment of the subsequent Annual Membership Meeting in the following odd-numbered year.
- (d) Consecutive terms of service are expressly permitted; however, no Member may serve as President of the Corporation for more than two (2) consecutive, 2-year terms, or for five (5) consecutive years, whichever is longer.

**Section 5: President**

- (a) The President shall have such powers and duties as are imposed upon him/her by law, by these Bylaws, and by the Board of Directors.
- (b) The President shall be the Chief Executive Officer of the Corporation, and shall preside at all Membership and Board of Directors' meetings unless otherwise directed by the Board of Directors.
- (c) The President shall appoint all committees, and select the chairperson of said committees, unless stated otherwise by the Bylaws.
- (d) The President shall serve as ex-officio member of all committees, except the Nominations and Elections Committee and the Beekeeper-of-the-Year Award Committee.

**Section 6: Vice President**

- (a) The Vice President shall perform all duties incumbent upon the President during the absence or disability of the President.
- (b) The Vice President shall review all bills presented for payment by the Treasurer, not already approved by the Board of Directors, and needing payment before the next meeting of the Board of Directors. Such bills can be approved for payment, or disapproved as the Vice President sees fit.
- (c) The Vice President shall review the Corporation's accounts once per quarter. Discrepancies shall be brought to the attention of the Board of Directors.
- (d) The Vice President shall provide advice and support to the Conference Committee, and shall otherwise coordinate with the Conference Committee chairperson as directed by the President.
- (e) The Vice President shall perform such other duties as the Bylaws may prescribe or the President and/or the Board of Directors may direct.

## **Section 7: Secretary**

- (a) The Secretary shall keep, or cause to be kept in an electronic source provided for the purpose, a true and complete record of the proceedings of all meetings of the membership and the Board of Directors. A copy of the minutes of said meetings shall be electronically shared with all members of the Board of Directors as soon after a meeting as the Secretary, or his/her designate, can make copies available.
- (b) The Secretary shall be custodian of the records and the seal of the Corporation, to see that the seal is affixed to all documents and the execution of said documents, which on behalf of the Corporation under its seal, is duly authorized.
  - (i) All electronic records will be stored in a location agreed upon by Secretary, President, and Webmaster.
- (c) The Secretary shall write letters as directed by the President and/or the Board of Directors.
- (d) The Secretary shall attend to the giving of all notices required by law, these Bylaws, the President, and/or the Board of Directors.
- (e) The Secretary shall deliver all records of the Corporation to his/her successor in office within 30 days of the election, or by request of the Board of Directors, to the Board of Directors.
- (f) The Secretary shall provide assistance to the Treasurer as necessary at all meetings of the Corporation.
- (g) The Secretary shall perform such other duties as the Bylaws may prescribe or the President and/or the Board of Directors may direct.

## **Section 8: Treasurer**

- (a) The Treasurer shall keep full and accurate records of all Corporation financial transactions, showing the financial condition of the Corporation. These records shall be available for review by the President or his/her designate at all times.
- (b) The Treasurer shall be the legal custodian of all Corporation funds that may from time to time come into the possession of the Corporation.
  - (i) He/she shall directly deposit all funds of the Corporation in a reliable bank to be approved by the Board of Directors, and shall keep this bank account in the name of the Corporation.
  - (ii) He/she shall keep careful track of all donations to specific projects of GBA such as the Buzz Fund, the Jr. Beekeeper's Fund, and any other funds designated by the Board.
  - (iii) He/she shall disburse funds from specific projects in accordance with the guidelines for that project and with the approval of the Vice President.
- (c) The Treasurer shall timely pay all expenses of the Corporation upon approval by the Vice President. If the bill is disapproved, the Treasurer can submit the bill to the Board of Directors for review.
- (d) The Treasurer shall furnish the Corporation's accounts to the Vice President each quarter for review.
- (e) The Treasurer shall each year file and pay the appropriate annual taxes in accordance with the laws of the United States and the State of Georgia.
- (f) The Treasurer shall be responsible for registration at all membership meetings of the Corporation.
- (g) The Treasurer shall keep a complete list of current members.
  - (i) This list will be made available to the Board of Directors.
  - (ii) A membership list shall be made available to any member of the Corporation on request. The list shall exclude the name, and all other information, of any member that has indicated this information not be released.
- (h) The Treasurer shall maintain a complete record of all physical property and equipment owned by the Corporation, the physical location of said property and/or equipment, and the member responsible for the said property and/or equipment.
- (i) The Treasurer shall deliver all records of the Corporation to his/her successor in office within 30 days of the election, or by request of the Board of Directors, to the Board of Directors.
- (j) The Treasurer shall perform such other duties as the Bylaws may prescribe and/or the Board of Directors may direct.



## **Article VIII. Board of Directors**

### **Section 1: General**

- (a) The Board of Directors for the Corporation shall consist of the current officers, the immediate past President, six Elected Directors, the Newsletter Editor(s), the Webmaster(s), the Director of the UGA Honey Bee Lab, and any Ex-officio directors approved by the Board of Directors.
- (b) All the business and affairs of the Corporation, save for the election of officers and the amending of the Bylaws, shall be managed by the Board of Directors in accordance with the Corporation's purpose and consistent with the directives of the membership.
- (c) In addition to the powers and authority expressly conferred upon it by these Bylaws, the Board of Directors may exercise all such powers of the Corporation and do all such lawful acts as directed or required by the members or officers that are not prohibited by law, by the articles of incorporation, or by these Bylaws.
- (d) The Board of Directors may meet from time to time as necessary to carry out the duties required of it.
- (e) Each of the Corporation's locally affiliated Clubs or Associations may elect or appoint a local member of that club or association, who is also a GBA Member in good standing, to the Corporation's Board of Directors.
  - (i) Notice of the director is to be sent to and received by the Secretary of the Corporation at least 72 hours prior to the Annual Membership Meeting of the Corporation.
  - (ii) Notice must include:
    - 1) The name of the local representative being elected or appointed to the Board.
    - 2) The period of time for which the representative is authorized to serve as the local club's representative to the Board.
    - 3) The name, position, date of election, and signature of the local club officer issuing the notice.
  - (iii) In the event the designated local association director is absent, the Corporation President may seat a member of that local association, who is present at the Board of Directors meeting, to the board of directors meeting.
  - (iv) Any individual designated as a local representative to the Board pursuant to this Paragraph, shall be subject to all of the duties and obligations generally required of any other Board member under this Article.

### **Section 2: Voting**

- (a) Each member of the Board has one vote per called item at each meeting.
- (b) In the event that one Member holds two or more positions which would each individually entitle separate Members to distinct seats on the Board, that Member may only vote in fulfillment of one of those positions. However, any Member in said position(s) may designate another Member to vote in fulfillment of the other respective position(s).

### **Section 3: Board Vacancy**

- (a) Should any Director die, resign, be removed from office, or be disqualified for any other reason, the President may appoint a successor to fill the unexpired term.
- (b) Any Director may be removed by the membership at any meeting with respect to which notice of such intent has been given to the members at least thirty (30) days prior to the meeting.

### **Section 4: General Duties**

- (a) All Board members shall attend regularly scheduled meetings of the membership of the Corporation, as well as any called meetings of the Board of Directors to the best of their ability.
- (b) All Board members shall familiarize themselves with the bylaws and policies of the Corporation.
- (c) All Board members shall familiarize themselves with the finances of the Corporation.
- (d) All Board members shall familiarize themselves with the standing committees of the Corporation, and oversee, chair, and/or serve on various committees as directed by the President of the Corporation.
- (e) All Board members shall make periodic reports to the Board concerning business of the Corporation.
- (f) All Board members shall assist the President and the other Officers of the Corporation with any matters concerning the Business of the Corporation.
- (g) All Board members shall familiarize themselves with the business of the Corporation, and responsibly conduct said business in a manner consistent with the stated purpose and best interests of the Corporation.

## **Section 5: Elected Directors**

- (a) Elections and Qualifications
  - (i) There shall be six (6) members of the Corporation elected to the Board of Directors.
  - (ii) The Elected Directors shall be elected to office by a majority vote as outlined in Article VI.
  - (iii) To be qualified to serve as an Elected Director of the Corporation, an individual shall be an Active Member or a Life Member of the Corporation for the term they shall serve and for the immediate past year.
- (b) Terms
  - (i) Elected Directors shall serve for two-year staggered terms, with three directors taking office at each Annual Membership Meeting.
  - (ii) Elected Directors may serve successive terms at the discretion of the membership.
- (c) Duties
  - (i) The Elected Directors shall represent the membership and the voices of the members to the Board.
  - (ii) The Elected Directors shall serve on the Nominations and Elections committee. Two directors sit on the committee in the years in which they are not running for election.
  - (iii) The Elected Directors shall serve as liaison to the local clubs through an even division throughout the state. Assignments of Elected Directors to local clubs will be made annually by the President and approved by the Board. Elected Directors should make contact with their assigned local clubs no less frequently than on a quarterly basis.

## **Section 6: Newsletter Editor(s)**

- (a) Terms
  - (i) The Newsletter Editor(s) are appointed by the President, serving a minimum of one year, renewing the term as long as desired.
  - (ii) In the event that there are two or more Newsletter Editors, the Editors shall designate a single member as their Newsletter Representative to the Board for voting purposes.
- (b) Duties
  - (i) The Newsletter Editor(s) shall sit on the Board as a single voting member.
  - (ii) The Newsletter Editor(s) shall coordinate all members of the newsletter editing team to compile and provide a monthly newsletter to the membership.

## **Section 7: Webmaster(s)**

### (a) Terms

- (i) The Webmaster(s) are appointed by the President, serving a minimum of one year, renewing the term as long as desired.
- (ii) In the event that there are two or more Webmasters, the Webmasters shall designate a single member as their Representative to the Board for voting purposes.

### (b) Duties

- (i) The Webmaster(s) shall sit on the Board as a single voting member.
- (ii) The Webmaster(s) shall maintain the website per instructions from the President.
- (iii) The Webmaster(s) shall maintain a database of the local club information and all other related membership data that is presented on the website.

## **Section 8: Director of the UGA Honey Bee Lab**

### (a) Terms

- (i) The Director of the UGA Honey Bee Lab shall be seated as a member of The Board of Directors of the Corporation contemporaneously with their employment in said post through the University of Georgia.

### (b) General Duties as a Member of the Board of Directors

- (i) The Director of the UGA Honey Bee Lab shall act as a liaison between the Corporation and the University of Georgia Honey Bee Laboratory and the University System's appurtenant departments, entities, and personnel.
- (ii) The Director of the UGA Honey Bee Lab shall notify, inform, and educate the Board concerning activities, programs, and policies of the University of Georgia Honey Bee Laboratory and the University System's appurtenant departments and entities which directly, or potentially, apply to honey bees and apiculture.
- (iii) The Director of the UGA Honey Bee Lab shall act as an adviser to the GBA Prison Beekeeping Program.

## **Article IX. Standing Committees**

### **Section 1: General**

- (a) In addition to those committees established by the President pursuant to Article VII, Section 5 of these bylaws, the Corporation shall keep each of the Standing Committees provided for in this Article.
- (b) The President shall appoint the chairperson(s) and members of each standing committee, and shall publish the names of the chair of the Committees and make available the names of committee members.
- (c) In addition to the standing committees listed herein, the President is authorized to establish such committees, and to make such appointments of individuals thereto, as he or she deems necessary and appropriate to facilitate the business or interests of the Corporation.

### **Section 2: President's Advisory Council**

- (a) Committee Members
  - (i) The President's Advisory Council (PAC) shall be comprised of the individuals currently serving as president of any local GBA recognized beekeeping club or association throughout the state. If the local president is unable to attend a PAC meeting or event, he or she may appoint a delegate to take his or her place.
- (b) Purpose
  - (i) The PAC shall provide a forum for the club presidents to communicate directly with the Board of Directors.
  - (ii) The PAC shall identify ways that GBA can meaningfully support and assist clubs throughout the state in their local communities.
  - (iii) The PAC shall establish and foster constructive relationships between GBA Board members and local club leaders.

### **Section 3: Legislative Committee**

- (a) Committee Members
  - (i) A Legislative Committee of at least three (3) Active Members shall be selected each year by the President. The Chairman of the Committee shall be appointed by the President.
- (b) Purpose
  - (i) The Committee shall identify issues of importance to the Corporation and develop possible solutions for these issues. These issues and solutions shall be presented to the Board of Directors.
  - (ii) The Committee shall identify any state or federal legislation that will have an effect on beekeeping in Georgia, and develop possible actions that the Committee deems would be in the best interest of the members of the Corporation.
  - (iii) The Committee shall present all issues and legislation identified as important to the members of the Corporation and the recommended solutions and actions to the Board of Directors at a Board of Directors meeting. The Board of Directors shall have the responsibility to provide the Legislative Committee with approved solutions and actions to be carried out on behalf of the Corporation.
  - (iv) The Committee shall have the responsibility to coordinate these approved actions. The Legislative Committee shall have the authority to request assistance from any member of the Corporation and/or, if approved by the Board of Directors, any individual or group not a member of the Corporation to aid in achieving the actions as specified by the Board of Directors.

### **Section 4: Nomination and Elections Committee**

- (a) Committee Members
  - (i) A Nomination and Elections Committee of at least three (3) Active Members shall be selected by the President at least six months before the Annual Membership Meeting.
    - 1) The two Directors who are not running for election shall serve on the committee. One of the two serving Directors will be appointed as Chair of the Committee by the President.
    - 2) All other appointed members of the committee shall also be active Members in good standing.
- (b) Purpose
  - (i) The Committee shall meet at least 60 days before the Annual Membership Meeting, and accept at least one nomination for the each of the offices of President, Vice President, Secretary, Treasurer, and two Elected Directors.
  - (ii) If volunteers are not nominated for the open positions, the Nomination and Elections Committee shall select and invite members to run for any of the offices of President, Vice President, Secretary, Treasurer, and two Elected Directors which do not have nominees.
  - (iii) The Committee shall verify that all nominees are eligible for office and each nominee shall agree to serve in the office if elected.
  - (iv) Whenever possible, nominated candidates should be introduced to the membership through presentation in the newsletter at least 30 days ahead of the election.
  - (v) The Committee shall organize and conduct secret ballot elections.
  - (vi) The Committee shall tabulate the votes and announce the results of the election at

the Annual Membership Meeting.

### **Section 5: Beekeeper-of-the-Year Award Committee**

(a) Committee Members

- (i) The Beekeeper-of-the-Year Award Committee shall be comprised of no less than four (4) Active Members of the Corporation. Committee members will be selected by the President, with an effort to select members from geographically diverse regions of the state. The Chair of the Committee shall be selected by the committee.
- (ii) If any Committee member should be nominated for Beekeeper-of-the-Year, he/she shall automatically stand recused from further service on the Committee, and the President shall appoint a replacement.

(b) Purpose

- (i) The Committee shall solicit written nominations for the award from the members of the Corporation. Only current active members, as outlined in these Bylaws, not serving on this committee, shall be eligible for the award.
- (ii) The Committee shall consider the following criteria in their selection process:  
The Georgia Beekeeper-of-the-Year should:
  - 1. Exemplify good beekeeping practices;
  - 2. Demonstrate leadership;
  - 3. Promote Georgia's beekeeping industry;
  - 4. Creatively solve problems of industry-wide concern; and
  - 5. Actively participate in local, regional, or national beekeeping organizations.
- (iii) The Committee shall narrow the nominations to three candidates. These three candidates will be presented to the Board for a secret ballot vote.
- (iv) The Committee shall be responsible for tabulating the votes and determining the winner. The results of the vote shall be held in confidence by the Committee members until such time as the annual winner is announced publicly.
- (v) The Chairperson of the Committee, or other selected Committee member, shall be responsible for obtaining the award and shall present the award at the Annual Membership Meeting.

## **Section 6: Conference Committee**

### **(a) Committee Members**

- (i) A Conference Committee of at least three (3) members of the Corporation shall be selected by the President each year.
- (ii) The Committee shall have the authority to solicit the assistance of any member of the Corporation to aid the various tasks.
- (iii) The Chairperson of the Conference Committee shall report directly to the Vice President.

### **(b) Purpose**

- (i) The Committee shall be responsible for planning the Spring and Fall Conferences.
  - 1) Select the location and date for each meeting.
  - 2) Plan the program.
  - 3) Select and invite the speakers, plus make all travel and lodging arrangements for the speakers.
  - 4) Procure the necessary meeting rooms.
  - 5) Solicit and/or procure door prizes.
  - 6) Plan all the activities, honey contests, prizes, etc.
  - 7) Design and produce the program brochure.
  - 8) Provide all the information necessary for the Secretary of the Corporation to inform the membership of the meeting by both letter and in the Corporation newsletter.
  - 9) Coordinate with the Treasurer on meeting registration requirements.
  - 10) Perform other obligations as necessary to guarantee a successful meeting.

## **Section 7: Auditing Committee**

### **(a) Committee Members**

- (i) An Auditing Committee may be selected at any time by the Board of Directors.
- (ii) The Auditing Committee shall consist of not less than three Active Members of the Corporation, one of which shall be a member of the Elected Board of Directors. Neither the Vice President nor the Treasurer can serve on the Auditing Committee, but at least one of these officers should be present to answer questions.
- (iii) The Treasurer shall be ready to present the financial records of the Corporation to the Auditing Committee upon request.

### **(b) Purpose**

- (i) The Committee shall review the financial records of the Corporation.



## **Article X. Amendments**

### **Section 1: Bylaws**

Any Bylaws adopted may be altered, amended or repealed, and new Bylaws adopted, by a two-thirds vote of the members of the Corporation present at the Annual Membership Meeting. The members may prescribe that any Bylaw or Bylaws adopted by them shall not be altered, amended or repealed by the Board of Directors. Any amendment or repeal by the membership shall be done at the Annual Membership Meeting or at a special meeting called for that purpose. A copy of any proposed amendment shall be mailed, emailed, and/or published in the Corporation newsletter to all members at least thirty (30) days prior to the meeting at which it is to be considered.

### **Section 2: Amendments**

These bylaws fully replace and supersede any bylaws enacted by the Corporation.