

BYLAWS OF THE TENNESSEE BEEKEEPERS ASSOCIATION

Amended August 2022

ARTICLE I – NAME and OBJECTIVES

THE NAME of this association will be: Tennessee Beekeepers Association, Inc. and be properly identified by the abbreviation TBA.

THE OBJECTIVES of this nonprofit organization will be:

1. To promote modern, scientific beekeeping throughout Tennessee.
2. To maintain an effective organization of beekeepers and those interested in beekeeping.
3. To identify issues of interest to beekeepers and to address those issues, especially those issues which affect beekeepers in Tennessee.
4. To inform the public of the importance of honeybees in the production of fruits, vegetables, seeds, and hive products.
5. To maintain cooperative relationships with others in the U. S. and other countries who are working to better the beekeeping industry and to assure adequate populations of honeybees in all areas of Tennessee.
6. To encourage and teach youth in the art of beekeeping.
7. To promote excellence in production and marketing of hive products and to improve and develop markets for beekeeping products through promotion and research.

ARTICLE II – DEFINITIONS

ASSOCIATION – within the context of these By-Laws, refers to the Tennessee Beekeepers Association, Inc. (TBA)

LOCAL AFFILIATED BEEKEEPING ASSOCIATION – Any beekeeping association within the state of Tennessee which holds at least four (4) meetings annually and has at least six (6) dues paying members who are also dues paying members of the TBA.

MEMBERSHIP PRIVILEGES – Privileges include the right to participate in all meetings, to vote on issues presented to the membership, to vote in the election of officers, the right to hold an office in the Association, and to receive any official publications of the organization (newsletters). Privileges are afforded upon payment of appropriate membership dues unless specifically excluded by these By-Laws.

GENERAL MEMBERSHIP – All TBA members are afforded the right to vote.

ARTICLE III – MEMBERSHIP

SECTION 1: The membership of this Association will consist of any person who agrees to support the organization's objectives. Such persons will become members upon completion of a membership application and payment of appropriate membership dues to the TBA Treasurer; payment of these TBA dues may be made through the secretary/treasurer of a local affiliated Beekeeping Association.

SECTION 2: There are four (4) different types of membership.

A. REGULAR MEMBERSHIP with payment for a period of one, two, or three years for a SINGLE or for a FAMILY (up to 4 family members).

B. LIFE MEMBERSHIP may be conferred upon an individual by the Board of Directors (only one awarded annually) or an individual may pay for a Life Membership.

C. YOUTH MEMBERSHIP for an individual 18 years of age or younger is complimentary and includes all membership privileges except voting, holding office, and receiving the newsletter. Persons under age 18 may join as a regular member by paying Regular Membership dues.

D. BUSINESS MEMBERSHIP is for persons engaged in a bee-related business who wish to advertise in the Association newsletter and exhibit their merchandise at the Annual Meeting. Business Membership allows all Regular Membership privileges except voting or holding office. Business Membership permits advertisements

in the bimonthly newsletter and dues are to be determined by the Treasurer and Newsletter Editor in relationship to the size of the advertisement (Current fees: business card 1/8 page for \$60.00, ¼ page for \$100.00, ½ page for \$175.00, for one full page for \$300.00 for one year, six issues of the HIVE TOOL) and/or the exhibit space requested by the Business Member.

SECTION 3: The general membership of this organization is empowered to elect officers on an annual basis, approve or reject By-Laws amendments, and approve or reject such other issues as are presented by the Board of Directors. The membership shall be afforded the opportunity to vote on these matters by mail ballot, e-mail or carrier service such as Fed Ex, DHL, and UPS.

ARTICLE IV – OFFICERS

The officers of the Association will be: President, Executive Vice President, Secretary, Treasurer, North East Region Vice President, South East Region Vice President, North Middle Region Vice President, South Middle Region Vice President, and West Region Vice President (and additional Region Vice Presidents as membership and local associations increase in number). All elected officers shall serve in a volunteer capacity, but may be reimbursed for expenses as specified in the annual budget.

The above listed officers and the past president will comprise the Executive Committee. They are empowered to transact the business of the association as presented by the Board of Directors and to act on any matters that arise when the Board of Directors is not convened which they deem imperative to the welfare of the organization except such business as only the Board of Directors or the general membership is empowered to transact. The Executive Committee may vote through e-mail or mail in emergency situations.

Neither a Director's position nor an Executive Committee position shall be vacant longer than three months. If the position is vacated, there shall be a special election to fill the open position. That position shall be a prorated term and end with the following election of officers.

PRESIDENT: (1 year term, limited to two consecutive terms)

1) will preside at all meetings of the Association using regular parliamentary procedures and Robert's Rules of Order – Revised.

2) will appoint special committees as are deemed necessary and perform other duties as the Association may direct.

3) will be authorized to designate a qualified person preferably from the Executive Committee or another TBA member to make deposits and disburse all monies, should the Treasurer be unable to perform these duties.

4) will set a location and date for the Spring Board Meeting with the assistance of the Executive Committee. Hopefully this location and date can be announced at the preceding Fall Board of Directors Meeting.

5) will provide a tentative agenda to each Executive Committee member and each local association president at least one month prior to the scheduled Board Meetings.

6) will report to the Executive Committee regarding grants available to TBA, disease outbreaks in Tennessee, and changes in the Tennessee Apiary Law through his/her contact with the state apiarist.

7) will provide a President's message to the newsletter editor for each issue of the Hive Tool.

8) will serve as liaison with other agencies, including government, business concerns, and various associations and groups whose actions or interests are in common with TBA.

9) will reply to correspondence received and provide copies of endorsement or sponsorship request to the Secretary to file.

10) will help promote the sponsorship of TBA activities.

EXECUTIVE VICE PRESIDENT: (1 year term, limited to two consecutive terms)

1) will perform the duties of the President in his/her absence, or upon the President's request.

If the Executive Vice President is unable to perform this duty, he/she may appoint a member of the Executive Committee to act in his/her stead.

2) will work with the Executive Committee to promote the TBA objectives.

3) will provide an article to the newsletter editor for each issue of the Hive Tool.

4) will serve as chairperson of the TBA Conference Committee with the assistance of the Region Vice Presidents for planning and presenting the TBA Conference. Conference planning will involve contacting and arranging for speakers, presenters, and vendors; contacting the Conference facility and working with their representative to arrange specific dates, times, costs, and obligations; appointing a Honey Show Director, Refreshment Coordinator/s (typically Regional Vice Presidents), and other Conference committees as needed; making arrangements for lunches for Conference attendees, making arrangements for the purchase of plaques for Beekeeper of the Year and Life Member; and keeping the Treasurer and President informed of Conference plans.

5) will maintain a resource book for guidance and planning the Annual Conference to be passed along to the newly elected Executive Vice President.

6) will help promote sponsorship of TBA activities.

SECRETARY: (1 year term, or until successor is duly elected)

1) will keep minutes of all meetings of the Association (Board of Directors and Executive Committee) and distribute to the Executive Committee in a timely manner to review.

2) will provide complete or an abbreviated summary of minutes to the newsletter editor for the Hive Tool.

3) will maintain all papers and documents of the Association.

4) will be responsible for counting ballots for the yearly election of officers and other business items requiring a mail in vote. He/She will ask another member of the Executive Committee to assist in double counting the ballots prior to the announcement of election results.

5) will pass along all minutes, papers, and documents of the Association to the newly elected Secretary.

6) will help promote sponsorship of TBA activities.

TREASURER: (1 year term, or until a successor is duly elected)

1) will collect the annual dues and be the custodian of all monies received by the Association, and keep full and accurate books showing receipts and disbursements of all monies.

2) will file the necessary information to the Internal Revenue Service and appropriate State of Tennessee departments including renewal of the Annual Report.

3) will prepare a balanced annual budget for the coming year and forward to the Executive Committee one month prior to the Fall Board of Directors Meeting for consideration and possible recommendations or amendments. This budget must be approved by majority vote of the Executive Committee before presentation at the Fall Board of Directors Meeting. If any member of the Executive Committee wishes to increase expenditures, he/she must show how to increase income to maintain a balanced budget.

4) will provide a membership and financial report at the TBA Conference and provide a monthly financial report to the President and Executive Vice President.

5) will work with the Executive Vice President to coordinate registration and establish a budget for the TBA Conference.

6) TBA Membership is for one fiscal/calendar year January 1 to December 31.

NOTE: Transition from anniversary year to fiscal year beginning January 2021.

If a new member joins in October, membership will be for the remainder of that year and the next calendar year.

- 7) The Treasurer maintains the TBA Membership Data Base. To verify TBA membership of directors/representatives for representation at the Board Meetings, each TBA affiliated local association is to forward director/representative names to the Treasurer two weeks prior to any Board Meeting. The Treasurer will type a sign in sheet listing all associations and names for the Board Meetings.
- 8) will remind the President to appoint an Audit Committee - every three years and upon election of a new Treasurer. The Audit report will be shared at the next Board Meeting.
- 9) will pass along all records, files, monies, and property to the newly elected Treasurer.
- 10) will help promote sponsorship of TBA activities.
- 11) TBA bank checking account shall have three authorized signers: current Treasurer, President, and Executive Vice President. The account will require a second signature to the checks for the disbursement of funds. A fund disbursement under \$1,000 can have one signature. Any check over \$1,000 will require two signatures. The signatures will be those of the President, Vice President, and Treasurer. The Vice President can only sign a check if one of the other two is incapacitated. Distance is not a measure of incapacitation. The U.S. Postal Service can be used to send checks for a second signature.

REGION VICE PRESIDENTS: (1 year term, limited to two consecutive terms)

*As membership and local associations increase in number, additional regions may be added as necessary allowing for an additional Region Vice President. (Currently there are 5 regions.)

*When there is more than one candidate for election for Region Vice President in a specific region, only TBA members from that respective region may vote for their Region Vice President.

- 1) will serve as a liaison between the local associations in their region and the TBA Executive Committee to bring issues before the Executive Committee and Board of Directors from their respective regions.
- 2) will work with the Executive Committee to promote the TBA objectives.
- 3) will provide an article to the newsletter editor for each issue of the Hive Tool.
- 4) will assist the Executive Vice President by serving on the TBA Conference Committee in planning the TBA Conference and serve in a volunteer capacity at the Conference as directed by the Executive Vice President.
- 5) will work with the TBA web site administrator to keep local association information for officer listings current in his/her region.
- 6) will serve on the By-Laws Committee with the current Secretary who will serve as chairperson.
- 7) will help promote sponsorship of TBA activities

PARLIAMENTARIAN: The position of Parliamentarian will be an elected one. The Parliamentarian will be able to overrule any decision made by the Executive Committee that violates the bylaws. Any decision by the Parliamentarian can be overruled by the Bylaws Committee. The Parliamentarian will also chair the Bylaws Committee. The Parliamentarian will not have a vote on the Bylaws Committee or the Executive Committee.

ALL CANDIDATES FOR OFFICE must have been a member of the Tennessee Beekeepers Association in good standing for two (2) membership years prior to the time of election. They will serve for 1 year, or until their successors are duly elected. The President, Executive Vice President and Region Vice Presidents will be limited to serving two consecutive terms. If NO INDIVIDUAL will run for a particular office, the out-going officer may continue an additional year. Officers are elected by ballot vote of the membership. Nominations are to be held from August 21 through September 7. Elections are to be held from September 8 through 30. Newly elected officers will take their seats as early as October 1, but no later than October 15, of the same year. Mail-in ballots will be accepted from anyone that wishes to print the ballot and mail it in. The

mail-in ballot MUST HAVE THE VOTER'S SIGNATURE AND PRINTED NAME ON IT. This allows the Election Committee to verify that no one is voting twice.

The outgoing Treasurer will provide funds for the new Treasurer to open a new account or get paperwork transferred over to his/her signature. The out-going Treasurer will finish deposits and all Conference related paperwork, pay outstanding invoices, and prepare audit paperwork for the new Treasurer to assume full responsibility by December 1. This will also give the new Treasurer an opportunity to set up the Membership Data Base.

VACANCIES: Neither a Directors position nor a Executive Committee position shall be vacant for longer than three months. If the position is vacated there shall be a special election to fill the position. That position shall be a prorated term and end with the following election of officers

ARTICLE V – BOARD OF DIRECTORS

SECTION 1: The Board of Directors will consist of all duly elected Directors. The Board of Directors is the governing body of this Association when convened in a meeting, and as such, is empowered to conduct the business of the Association. (i.e. revise annual dues based on budget needs). Each Director or member of the Executive Committee will present all matters to the Board of Directors for their consideration and action. This directive does not limit the inherent right of any voting member of this Association to bring matters forward to the Board of Directors. If there is not a quorum of the Board of Directors present, members of the Executive Committee may be seated as Directors to the extent necessary to achieve a quorum.

SECTION 2: Each Local Affiliated Beekeeping Association with six to twenty five (6-25) members of the TBA will be entitled to one Director and one Alternate to serve on the Board of Directors. Those Associations with twenty six to fifty (26-50) members of TBA will be entitled to two Directors and two Alternates. Those Associations with fifty one (51) or more members of TBA will be entitled to three Directors and three Alternates. All Directors and all Alternates must be members in good standing with TBA and their local association. Their written names and addresses must be in the hands of the TBA Treasurer no later than two weeks prior to any Board of Directors meeting to verify TBA membership. Directors and Alternates will serve a period of one year, or until their successors are duly elected. If both Director and Alternate are present, they may take part in discussion, but only the Director is allowed to vote. If the Director is absent, the Alternate will be allowed to serve as the Director. For Associations with more than one Director, any designated Alternate from that association may act on behalf of any absent Director from that association.

SECTION 3: No Director or Alternate will represent more than one Local Affiliated Beekeeping Association at any one time.

ARTICLE VI– MEETINGS

MEETINGS OF THE EXECUTIVE COMMITTEE. Executive Committee meetings will be called by the President, or at the request of three Executive Committee members. Notice of such meeting will be given two weeks in advance and will state the purpose of the meeting. Only those purposes identified in the notice may be addressed in the executive committee meeting.

There will be at least two scheduled meetings of the Board of Directors each year (spring and fall). The President, with the assistance of the Executive Committee, will set a location and date for the Spring or Fall Board Meeting. Other meetings of the Board of Directors may be called by majority vote of the Executive Committee. Written notices, including emails, of these meetings must be given at least one month in advance and must specify reasons for the meeting.

ANNUAL MEETING / FALL CONFERENCE: TBA shall have the flexibility in scheduling its conferences. There will be a minimum of zero, but up to two annual meetings each year of the general membership of the Tennessee

Beekeepers Association. Conferences may be moved or canceled as deemed appropriate by the Executive Committee AND the Directors. There will be one Primary Meeting each year of the general membership of the Tennessee Beekeepers Association. This meeting will generally be held on a weekend in October. The date and location of the Conference(s) will be set by a majority vote of the Executive Committee, with the membership notified a minimum of 120 days in advance. The Annual Meeting location will be usually be held in Middle Tennessee in an attempt to be convenient for the majority of TBA members.

Additional informational workshop type meetings may be held within a membership year in a different location from the Annual Meeting should conditions warrant and the membership is notified a minimum of one month in advance.

PREVIOUSLY ADOPTED BOARD MEETING MOTIONS:

- 1) GRANTS given by TBA to any person or organization (other than local TBA affiliated local associations) shall be used for the purpose of beekeeping and/or the promotion of beekeeping. Any person or organization awarded said grant shall be required to give a report to the Board of Directors or send a representative of said person or organization to make the report. The report shall address how the funds were used and what results were accomplished. This report shall be given at the TBA Board Meeting following completion of the activity being funded. If the grant recipient does not appear to give the required report, no future funds will be given to that person or organization.
- 2) If any club loses its affiliation before the Spring Board Meeting, they are not eligible for any grants listed on the budget for that year. The same is true for any club that becomes affiliated after the Spring Board Meeting for that fiscal year.
- 3) TBA may provide an amount of money not to exceed \$2,000 annually to offset travel and meal expenses for an appointed TBA member delegate to distant venues (ABF, EAS, HAS, etc.) The Executive Committee must approve all trips and funding in advance. This is not for a request for a key note speaker for local club meeting, as it is expected these venues should provide those expenses. Receipts required for reimbursement. Travel reimbursement will be based on current government mileage rate.
- 4) Motions presented at a TBA Executive Committee Meeting or Board of Directors Meeting shall be typed or handwritten, read, and a copy given to the Secretary to file with the meeting minutes.
- 5) Donations: Monetary donations from Tennessee Beekeepers Association to outside organizations shall be set at a maximum of one percent (1%) of the current association's bank balance with the majority approval of the Executive Committee. Example: If current bank balance is \$50,000 the maximum allowable donation would be \$500. Amended: A higher dollar amount donation will require a super majority (2/3 plus 1) vote of the Executive Committee.

ARTICLE VII – QUORUM

Six members of the Executive Committee will constitute a quorum for transaction of business.

Fifty one percent (51%) of the Board of Directors OR fifty percent (50%) representation of local associations will constitute a quorum for the transaction of business in a Board of Directors Meeting.

If there is not a quorum of the Board of Directors present for a Board of Directors Meeting, the Executive Committee may be seated as Directors to the extent to achieve a quorum.

All business transacted by the Board of Directors, the Executive Committee and the General Membership will be determined by a majority vote of the representative bodies except questions requiring a two-thirds (2/3) vote according to Parliamentary Procedure.

ARTICLE VIII – COMMITTEES

The Executive Committee may designate from the below listed standing committees, those that in judgment may be needed for the ensuing year. Members of such committees will be appointed by the President and notified by the Secretary.

THE CONFERENCE COMMITTEE will consist of the Executive Vice President as chairperson who will rely on the assistance of the Region Vice Presidents. Their responsibility will be to coordinate, with the members of the Executive Committee, arrangements for programs at the Annual Meeting and additional meetings where the general membership will be invited to attend.

THE MEMBERSHIP COMMITTEE will consist of the President and all Vice Presidents. Their responsibility is to increase membership in the Association.

THE BUDGET COMMITTEE The Treasurer will prepare an annual balanced budget for the next year to present at the Fall Board of Directors Meeting for vote.

THE AUDITING COMMITTEE will consist of three (3) elected Directors whose duty will be to examine and audit the books of the Treasurer. The Audit Review will be given at the next Board of Directors Meeting and shared with the membership via a report in the Hive Tool.

THE NOMINATING COMMITTEE will consist of the 5 (or more) current Region Vice Presidents. The duty of the Nominating Committee will be to recruit candidates for Association officers and to present a slate of candidates for consideration to the membership. Names and a short biography of beekeeping and association activities will be presented to the membership in the Association newsletter by means of a mail-in or e-mail ballot.

BY-LAWS COMMITTEE will consist of the Region Vice Presidents and the Parliamentarian who will serve as chairperson. This Committee will review suggested changes/additions to the By-Laws. The Committee will communicate such changes/additions to the Executive Committee and upon approval will make a recommendation at the Board of Directors Meeting.

PUBLIC RELATIONS COMMITTEE will consist of four (4) members. The committee's duties will be to promote and publicize the objectives and activities of the association. The committee may form sub committees to work toward specific goals (education, 4-H, honey queen, legislative).

AD HOC COMMITTEES will be appointed by the President and will consist of a minimum of three (3) members whose duty will be to serve as directed by the President.

ARTICLE IX – DUES

SECTION 1: The membership year is from January 1 to December 31. If a new member joins in October, membership will be for the remainder of that year and the next calendar year. Single and/or Family membership may be paid for a period of 1 year, 2 years, or 3 years. Dues paid prior to expiration of membership will extend the current term for the appropriate number of years (1, 2, or 3).

A person who has been dropped from the membership roll for nonpayment of dues, may be reinstated to active membership by paying the current amount of dues.

SECTION 2: Any change in the annual dues for the Tennessee Beekeepers Association will be approved by the Board of Directors and published in the newsletter. Notification of new dues will be sent to affiliated local association presidents at least one month prior to becoming effective. Dues will be for the membership year in which they are paid.

Should the Association undergo **DISSOLUTION**. Assets will be distributed only to charitable or nonprofit organizations related to beekeeping as determined by the membership.

ARTICLE X – PARLIAMENTARY AUTHORITY

ROBERT’S RULES OF ORDER – Revised will be the governing authority in all deliberations of the Executive Committee, the Board of Directors, and the General Membership, except such rules and regulations as may be specified in the By-Laws and Incorporation Papers.

ARTICLE XI – AMENDMENTS

The Board of Directors may defer to a vote of the General Membership by ballot in the newsletter. The By-Laws can only be amended by a majority vote of the votes received from the General Membership of the Association.

ARTICLE XII – LIFE MEMBERSHIP

Any active TBA member may become a Life Member after recommendation by his/her local association. Said member must have ten (10) consecutive years of membership in TBA with active participation and must have served in both local and state beekeeping association activities. Written nomination must be presented to the TBA President two weeks prior to the Board of Directors Meeting before the Annual Meeting. A determination will be made by the Membership Committee as to acceptability of the nominations presented. The Board of Directors will vote by secret ballot at the Board of Directors Meeting preceding the Annual Meeting to select a Life Member. The member chosen for Life Membership will then be announced at the Annual Meeting. There can be only one (1) Life Member appointed in any given year.

ARTICLE XIII – BEEKEEPER OF THE YEAR

Any active TBA member is eligible to receive the Beekeeper of the Year award by nomination of his/her local association in recognition of performances on the state and local level in the current year. A letter must be presented to the TBA President two weeks prior to the Board of Directors Meeting before the Annual Meeting. The Board of Directors will evaluate the recommendation and select by secret ballot the winning nominee if one is found to meet all criteria. There can be only one (1) Beekeeper of the Year award given per year. The Beekeeper of the Year winner will be announced at the Annual Meeting.

ARTICLE XIV – APPOINTED POSITIONS

HIVE TOOL Newsletter Editor is appointed by the President, to serve until a successor is appointed
1) will collect, edit, and prepare a bi-monthly (6 issues per year) newsletter for all members to only be sent electronically (changing summer 2020).

2) will remind all Executive Committee members of the due date for news submissions.

MERCHANDISE DIRECTOR is appointed by the President, to serve until a successor is appointed

1) will serve in marketing TBA merchandise and promotional literature for the Association.

2) will maintain an inventory list of merchandise, including cost and sales pricing.

3) will work with the Treasurer and within the budget approved by the Executive Committee.

4) will be responsible for setting up and maintaining a merchandise table during the Annual Conference and Spring Board Meeting.

5) will collect monies for merchandise sold and pass along to the Treasurer at the close of the Annual Conference and after the Spring Board Meeting.

ARTICLE XV – TBA CONFERENCE EXPENSES

SPEAKERS AND PRESENTERS FROM OUT OF STATE: TBA shall provide complimentary registration, a lunch on Friday and Saturday, and lodging expenses. TBA shall provide an honorarium to the keynote speaker. Payment for mileage, air fare, and other expenses will be at the discretion of the Executive Vice President and the Treasurer.

SPEAKERS AND PRESENTERS FROM WITHIN THE STATE OF TENNESSEE: TBA shall provide complimentary registration and a lunch on Friday and Saturday. The Executive Vice President shall provide the Treasurer with a list of all invited Speakers and Presenters at least two weeks prior to the scheduled TBA Conference enabling him/her to have an accurate count of persons at the Conference and to order lunches.

VENDORS: TBA shall provide complimentary registration and charge no set up fee for vendors. Only two vendors per booth; other persons in vendor booth will be charged a Conference registration. Vendors may request to purchase the planned lunch on Friday and Saturday by completing a Vendor Registration Form and submitting to the Treasurer no later than two weeks prior to the Conference.

Each vendor is asked to donate at least one door prize to give away at the Conference.

ELECTED OFFICERS: PRESIDENT, EXECUTIVE VICE PRESIDENT, SECRETARY, TREASURER and ALL REGION VICE PRESIDENTS: TBA will provide complimentary registration and lunch on Friday and Saturday. Each officer must notify the Treasurer of his/her intent to attend the Annual Conference for one or two days at least two weeks prior to the Conference to have an accurate count and to order lunches.

HONEY SHOW DIRECTOR, MERCHANDISE DIRECTOR AND NEWSLETTER EDITOR: TBA will provide complimentary registration. These Directors may request to purchase the planned lunch on Friday and Saturday by completing a Fall Conference Registration Form.