

# **Ohio Society of American Foresters Bylaws**

Adopted by Membership Referendum MM/DD/YYYY

## **Article I – Name and Objectives**

### **Section 1**

This organization is a unit of the Society of American Foresters (the Society or SAF), recognized as a non-profit 501(c)(3) organization, and shall be known as the Ohio Society of American Foresters (OSAF).

### **Section 2**

The objectives of OSAF shall be the same as those of the Society.

## **Article II -- Activities Limited to Exempt Purposes**

### **Section 1**

No part of the net earnings of OSAF shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons. OSAF, however, shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article I, Section 2 of these Bylaws.

### **Section 2**

If OSAF chooses to back legislation expenditures should be less than five percent (5%) of operating. OSAF shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

## **Article III – Membership**

### **Section 1**

The membership of OSAF shall consist of members of the Society as provided for in the Society's Bylaws and who are residents of or whose primary professional work occurs within Ohio.

### **Section 2**

The Executive Committee shall set the membership dues.

## **Article IV – Meetings**

### **Section 1**

OSAF shall hold an annual membership meeting on a date and at a place designated by the OSAF Executive Committee. The Executive Committee shall provide at least thirty (30) days notice of the meeting to the members. The meeting shall not conflict with the Society's annual membership meeting.

### **Section 2**

OSAF's annual business meeting shall be held in conjunction with the annual membership meeting. Those voting members present shall constitute a quorum for the transaction of business at the business meeting.

### **Section 3**

All meetings shall be conducted according to parliamentary rules set by the Executive Committee consistent with the latest published edition of Robert's Rules of Order.

## **Article V – Chapters and Chapters**

### **Section 1**

The OSAF Executive Committee may authorize a Chapter and may rescind authorization of a Chapter. Chapters shall comply with SAF and OSAF Bylaws. A Chapter may adopt bylaws for its governance, subject to approval by the OSAF Executive Committee. A Chapter may separate from OSAF in accordance with current SAF governance procedures.

### **Section 2**

The OSAF Executive Committee may authorize student chapters.

## **Article VI – Officers**

### **Section 1**

The officers of OSAF and its subunits shall be a Chair, a Chair-elect, the Immediate Past Chair, a Secretary, and a Treasurer. The offices of Secretary and Treasurer may be combined and filled by one person acting as Secretary-Treasurer. Officers shall be voting members in good standing of the Society and OSAF for the duration of their terms.

### **Section 2**

No officer's term shall exceed two years. Terms of office shall commence and expire on the last day of OSAF annual membership meeting.

### **Section 3**

The Chair shall serve as the chief executive officer and is responsible for providing leadership and direction through the OSAF Executive Committee. The Chair shall preside at meetings, serve as chair of the Executive Committee, appoint members of such committees as may be

established by the Executive Committee, and perform all other duties incident to the office. The Chair shall succeed to this office from the office of Chair-elect. If the Chair is absent or unable to serve, the Chair's duties shall be performed by the Chair-elect. If the Chair resigns or is unable to serve, the Chair-elect shall succeed as Chair to serve the remainder of the term, as well as serving the next term as Chair. If both the Chair and Chair-elect resign or are unable to serve, the executive committee shall appoint a Chair Pro Tempore from present or past members of the executive committee who are Professional, Conditional Professional, Associate, or Technician Members to serve until a new Chair and Chair-elect are elected at the next general election and take office, or until the Chair or Chair-elect is able to resume those duties.

**Section 4**

The Chair-elect shall be a Professional, Conditional Professional, Associate, or Technician Member elected by the membership for three consecutive officer's terms without eligibility for reelection as follows: Chair-elect, Chair, Immediate Past-Chair.

**Section 5**

The Immediate Past-Chair shall serve one term, having succeeded to that office from the office of Chair.

**Section 6**

The Secretary and Treasurer shall be appointed by the Chair at the beginning of the new Chair's term. The Secretary is responsible for keeping an accurate account of the proceedings of meetings of the Executive Committee and annual membership meeting and for authenticating OSAF's records. The Treasurer is responsible for monitoring and maintaining financial records and for receiving and disbursing funds.

**Section 7**

Upon petition stating reasoned cause signed by at least ten percent (10%) of the voting members or a two-thirds majority vote of the OSAF Executive Committee, any officer may be removed by a majority vote of those members voting in a recall election.

**Article VII – Elections****Section 1**

The Chair-elect and, if necessary as provided for in Article VI Section 3, the Chair shall be elected by OSAF members.

**Section 2**

The outcome of all elections shall be determined by a plurality vote. In the case of a tie between the top two candidates, decision will be by coin toss.

**Article VIII – Committees****Section 1**

The OSAF Executive Committee shall consist of the Chair, the Chair-elect, the Immediate Past Chair, the Secretary, the Treasurer, the chairs of the state Chapters and such other officers as may be found necessary. The Director for the Society voting district that includes OSAF shall serve ex-officio as a non-voting member. The Executive Committee shall be responsible for the business of OSAF and shall have the control of all funds. Five members of the Executive Committee shall constitute a quorum for its meetings.

**Section 2**

Chapter executive committees shall consist of the Chair, the Chair-elect, the Immediate Past Chair, the Secretary, the Treasurer.

**Section 3**

Any action of the Executive Committee shall be subject to a member referendum upon petition by at least ten percent (10%) of the voting members of OSAF.

**Section 4**

The Executive Committee may establish and terminate committees. The Executive Committee shall specify the function of the committees and set the terms of the chair and members. The Chair may establish and terminate task forces to conduct short-term, defined work. The Chair shall specify the function of the task forces. The Chair shall appoint all committee and task force chairs.

**Article IX – Amendments**

Amendments to these bylaws may be proposed by the Executive Committee or upon petition of at least 10 percent (10%) of voting members of OSAF. Proposed amendments shall be submitted to all voting members at least four weeks in advance of the date set for the amendment vote. Amendments shall require approval by two-thirds of the members voting and shall be effective immediately upon their approval unless otherwise provided.

## **Article X – Assets**

### **Section 1**

In the event of the dissolution of a Chapter, subject to the approval of the OSAF Executive Committee, the executive committee shall audit the Chapter, pay or make provisions for paying its liabilities, and transfer its assets to the OSAF.

### **Section 2**

In the event of the dissolution of OSAF the Executive Committee shall, after paying or making provision for the payment of all the liabilities of OSAF, transfer its property, funds, and other assets to the Society of American Foresters.

*Please send any suggested edits to*

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