

OHIO SOCIETY OF AMERICAN FORESTERS

BYLAWS

Article 1: Name and Objectives

This organization is a unit of the Society of American Foresters (hereafter called the “National Society”) and shall be known as the “Ohio Society of American Foresters” (hereafter called the “State Society”), as provided in Article VI of the Constitution of the National Society.

The objectives shall be:

- (1) To advance the science, technology, education, and practice of professional forestry in America and to use the knowledge and skills of the profession to benefit society.
- (2) To provide an opportunity for better communication among the individual members, their regional representatives and the National Society.

Article 2: Activities Limited to Exempt Purposes

No part of the net earnings of the State Society shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the State Society 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 1 hereof. No substantial part of the activities of the State Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the State Society shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. In the case of a written request from a governmental body, committee or subdivision, the State Society shall provide technical assistance and advice providing the State Society deems it appropriate to provide such assistance. Notwithstanding any other provision of these articles, the State Society shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Article 3: Membership

Every member of the National Society in good standing is entitled to membership in the state society in which the member had established domicile. The domicile of a member shall be the member’s home or residence, unless the member’s place of business and professional affiliations lie within the territory of another state society, when, by notification in writing to the national office, the member may establish domicile with said other state society for the purpose of state society membership. An individual may be a voting member of and be eligible for office holding in only one state society, but may become an associate member of any other state society.

Only voting members, as defined in the National Society’s Constitution, in good standing, shall be entitled to vote on any question before the State Society. Other members may attend any meeting of the State Society and take part in the discussions, but shall not vote..

Membership in the State Society may be terminated by (1) voluntary resignation, (2) failure to pay dues, (3) expulsion from the National Society for unprofessional conduct, or (4) transfer of domicile to another state society.

Article 4: Dues

The State Executive Committee shall set the amount of annual dues with a simple, majority approval by the membership at a regularly scheduled meeting. The annual dues of the State Society shall be payable from the first day of January. With the exception of Student Members who shall not be assessed, dues shall be collected by the national Society concurrently with the collection of national dues and transmitted to the Treasurer of the State Society.

Members who have not paid National and State Society dues by February 1 shall be notified by the National Society that they are in bad standing, and thus ineligible to vote, to be a candidate for office, or to hold office until the dues are paid.

A member who transfers to another state society and has paid annual dues in the State Society from which the transfer is being made shall not be required to pay additional dues for the year of transfer and shall automatically become a member of the state society to which transferred for the remainder of the year.

The Treasurer of the State Society shall remit to each Chapter the amount of dues received for each Chapter member if requested.

Article 5: Officers

The officers of the State Society shall include a Chair, a Vice Chair, a Past Chair, a Secretary, Treasurer, and such other officers as may be found necessary. Officers shall be voting members of the National Society and the State Society for the duration of their terms. Terms shall be for one year and commence on January 1.

The Vice Chair is elected for a one-year term and automatically shall become Chair for the subsequent term. The Secretary and Treasurer may be elected or appointed. The Secretary and Treasurer may be the same person.

The Vice Chair, upon completion of the term of office, shall automatically become Chair for the subsequent term. The Chair, upon completion of the term as Chair, automatically becomes Past Chair for one term.

In the event the Chair is unable to complete the full term of office, the Vice Chair shall succeed and complete the unexpired term prior to serving the full term as Chair. Should this occur, the Executive Committee by a majority vote shall appoint a replacement Vice Chair who shall assume the duties of the vacant office until the next regular election of officers. In the event the Vice Chair is unable to complete the term of office and succeed to the office of Chair, the Executive Committee shall appoint an action Vice Chair to serve until the next election at which time both a Chair and Vice Chair shall be elected. Vacancies in the offices of Secretary and Treasurer shall be filled by the Executive Committee.

Article 6: Duties and responsibilities of Officers

The Chair shall be responsible for developing and continuing State Society activities during the term of office and for organizing the membership toward meeting the objectives. The Chair shall preside at meetings of the State Society; serve as Chair of the Executive Committee and as ex-officio member of all other committees, over-see the business affairs; appoint, with the approval of the Executive Committee, the standing committees and other special committees, act as the official delegate to the Meeting of Society Delegates, or, with the approval of the Executive Committee, appoint an alternate; and perform all other duties commonly incident to such office.

The Vice Chair, in the absence of the Chair, shall preside at the State Society meetings and act for and assist the Chair in conducting State Society affairs, as may be requested by the Chair.

The Secretary or another officer as directed by the Executive Committee shall conduct all State Society elections and referendums which are not conducted by the national office of the National Society; keep minutes of the State Society's meetings and send a copy to the Executive Vice President; conduct correspondence; announce meetings; send agendas for meetings to the Executive Vice President 30 days in advance when possible and perform such other duties as may be assigned by the Executive Committee or Chair. The Secretary shall prepare and present at the annual meeting a report on the State Society's activities, and shall provide a copy of the report to the Executive Vice President. The Secretary shall report to the Executive Vice President the adoption of an amendment to these bylaws.

The Treasurer or another officer directed by the Executive Committee shall act as custodian of the State Society's account records and accounts; receive and deposit all monies and disburse all monies authorized by the Chair (or Executive Committee) on behalf of the State Society; and perform such other duties as may be assigned by the Executive Committee or Chair.

He shall prepare and present at the annual meeting a report of the State Society's financial status, including an income and expense statement for the year's operations and a balance sheet as of the end of the Society's fiscal year, i.e., December 31. Upon certification by the Auditing Committee, copies of the written report shall be submitted to the Chair and to the Executive Vice President. The Treasurer, in response to an annual request from the Executive Vice President, shall provide all information required by the Internal Revenue Service Form 990, and, if the State Society has unrelated business income, Internal Revenue Service Form 990-T. And, in the event that Internal Revenue Service reporting requirements are changed, the Treasurer shall provide the Executive Vice President the information required on any additional form of the Internal Revenue Service.

Article 7: Elections

Election of officers shall be by ballot in October. The ballots shall be counted by December 1.

Nominations made by the Nominating Committee shall be transmitted to the Chair, with a copy to the Secretary, by September 1. Nominations by the membership at large, if endorsed by at least 25 voting members in good standing and presented to the Secretary in writing by September 1, shall be included on the ballot.

The Secretary shall determine whether all nominees are voting members in good standing, eligible to hold State Society office, an agreeable to serve if elected. The Secretary shall report to the Chair and Nominating Committee the name of any nominee who fails to qualify. Further nominations, if necessary, shall be made by the Nominating Committee no later than September 15.

The Secretary shall provide a ballot to each voting member in good standing in early October. The ballots shall (1) state the offices to be filled, (2) list the names of the candidates for each office in alphabetical order, (3) show the closing date for receiving the ballots, and (4) be accompanied by a brief factual professional biography of each candidate and ballots shall be returned to the Secretary, someone designated by the Secretary, or the Tellers Committee.

The outcome of all elections shall be determined by a plurality or simple majority of those voting. In the case of a tie vote, decision will be by coin toss. The ballots shall be counted by a Tellers Committee who shall promptly certify the results of the election to the Chair, the Executive Committee, the Executive Vice President, and all candidates for office. The membership shall be informed of the election results as soon as possible.

Article 8: Standing Committees

Standing committees, of at least three voting members each, of the State Society shall include, but not be limited to, the Executive, Membership, Program, Policy-Legislative, Public Affairs, Education, Nominating, Tellers, and Auditing Committees. The Chair of the State Society with the approval of the Executive Committee, shall appoint a Chair and members of standing committees, except as specified below for the Executive Committee. The Chair of the State Society serves as ex-officio member of each committee.

A. EXECUTIVE COMMITTEE. The Executive Committee shall consist of the Chair of the State Society acting as Chair of the committee, other officers of the State Society, the Forest Science Coordinator, Membership Committee Chair, the Policy Committee Chair, and the Communications Chair. The Executive Committee shall give general supervision to the affairs and interests of the State Society and its contacts with the National Society; shall control the expenditure of all funds; and approve the place, date and program of all meetings. The Committee shall fill by appointment the unexpired term of any Executive Committee member; approve or disapprove proposed appointment by the Chair; advise the Chair on all matters which the Chair presents to the Committee; and act for the State Society on urgent matters which require immediate action between State Society meetings. Committee business may be transacted by mail ballot but at least one Committee meeting shall be held annually. Any action of the Executive Committee shall be subject to a member referendum upon petition of at least two percent but in no case less than 10 voting members of the State Society.

B. MEMBERSHIP COMMITTEE. The Membership Committee shall consist of at least three voting members, and shall operate in accordance with the Committee charter. In cooperation with a staff member of the National Society designated by the Executive Vice President, the Committee shall actively promote membership in the National Society, and coordinate recruitment activities of chapters (and state divisions) and play an active role in improving member services at the local level. The Chair of the Membership Committee will be on the State Society Executive Committee.

C. PROGRAM COMMITTEE. The Program Committee shall operate in accordance with the Committee charter. In consultation with the Executive Committee, the Committee shall prepare a

program for the State Society's annual meeting and shall be responsible for all arrangements thereof. Additional meetings as may be deemed desirable by the Executive Committee shall be arranged by the Program Committee. The Vice Chair of the State Society will service as the Chair of the Program Committee.

D. POLICY. The Policy-Legislative Committee shall operate in accordance with the Committee charter, National Society Forest Policies, and National Society Bylaws II A-N (Attachment A). This committee and a staff member of the National Society designated by the Executive Vice President shall work in cooperation with each other. The Committee shall review and keep State Society members informed of pending or proposed legislation. It shall be responsible for reviewing Forest Policies, forest policy issues and position statements referred to or originating within the State Society. The committee may recommend a State Society position on any policy issue to the Executive Committee, and recommend modification, reaffirmation or termination of any existing position. The Chair of the Policy-Legislative Committee will be on the State Society Executive Committee.

E. COMMUNICATIONS. The Public Affairs Committee shall operate in accordance with the Committee charter and National Society Bylaw II-M (Attachment B). This Committee and a staff member of the National Society designated by the Executive Vice President shall work in cooperation with each other. The Committee shall be responsible for news coverage for all activities of the State Society; shall conduct communications efforts within the National Society and with other organizations; and shall encourage the dispersal of information to gain public awareness and understanding of forestry and the forestry profession. The Chair of the Public Affairs Committee will be on the State Society Executive Committee.

F. EDUCATION COMMITTEE. The Education Committee shall operate in accordance with the Committee charter. This committee and a staff member of the National Society designated by the Executive Vice President shall work in cooperation with each other. The committee shall be responsible for a program to educate members of the public and especially students in the forestry profession; shall act as liaison on matters of education al concern to institutions of higher learning that offer courses in forestry within the State Society boundaries; shall keep the membership informed on modern developments in forestry education; and shall promote continuing education activities for forestry professionals.

SPECIAL COMMITTEES, authorized by the Executive Committee, shall be appointed by the Chair of the State Society.

Article 9: Appointments

With the approval of the Executive Committee, the Chair shall make the following appointments:

A. FOREST SCIENCE COORDINATOR. A Forest Science Coordinator shall be appointed for a two-year term beginning January 1, and may be reappointed to a total of two consecutive terms. The Forest Science Coordinator serves on the Regional Forest Science Committee as provided in the National Society Bylaws. The Forest Science Coordinator will be on the State Society Executive Committee.

B. COMMITTEES. The Chair and members of each authorized committee shall be appointed to serve for one-year terms, beginning January 1.

C. OTHER APPOINTMENTS. Other appointments shall be authorized by the Executive Committee and made by the Chair of the State Society.

Article 10: Chapters

A. CHAPTERS (of state societies, or of state divisions). A Chapter within a state may be authorized by the Executive Committee upon written petition of 15 or more voting members resident in an area where a strong local organization may be effected. The boundaries of a Chapter shall be established by the Executive Committee. Where a viable Chapter can be sustained only by including members from both sides of a state boundary, the Chapter shall be affiliated with the state society in which a majority of the Chapter members are resident.

A Chapter shall hold at least one meeting each year to retain its authorization.

The authorization for a Chapter may be rescinded by the Executive Committee or upon the affirmative vote of at least 10 members of the Council.

The officers of each Chapter shall include a Chair, a Vice Chair, a Secretary, a Treasurer, and such other officers as may be found necessary. The Secretary and Treasurer may be the same person. Chapter officers shall be voting members of the National Society and shall be residents or employed within the boundaries of the Chapter for the duration of the term of office which shall be for one year, beginning January 1.

Chapters may adopt bylaws subject to the approval of the Executive Committee and the Council, provided that no part thereof shall conflict with the constitution and Bylaws of the National Society.

Adjacent chapters of adjoining state societies may conduct joint activities when the Executive Committees of such societies determine that topography, accessibility, and concentration of membership make this arrangement desirable.

A Chapter shall report promptly to the State Society Chair and the Executive Vice President the election of Chapter officers, the adoption of Chapter by laws and amendments thereto, and shall report at least once a year on the proceedings of the Chapter. Actions or recommendations on National Society affairs will be transmitted to the State Society for recommendation to the Council.

A State Society is authorized to appropriate funds to the Chapter for the conduct of its business.

Upon request, the Executive Vice President will collect and forward dues of Chapters, and may provide mailing labels, membership rosters, and other automation products.

B. STUDENT CHAPTERS. A Student Chapter may be authorized within the State Society by the Executive Committee upon written petition of 15 or more Student Members at an institution designated as SAF-accredited or as a candidate institution for accreditation or an SAF-recognized forest technician training program, or upon written petition of 15 or more voting members.

Student Chapters shall be composed of Student Members and other Society members employed by an institution designated as SAF-accredited or as a candidate institution for accreditation or by an SAF-recognized forest technician school. Student Chapter officers shall serve for the school year.

Student Chapter officers shall be students or graduate students who are members of the national Society.

Article 11. Meetings

The annual meeting of the State Society shall be held at the time and place designated by the Executive Committee with at least 30 days notice to the membership but shall not conflict with the annual meeting of the National Society. Other meetings will also avoid such conflict.

At least one business meeting consisting of no less than five percent of the voting membership shall be held during the year to consider business of sufficient importance to require careful consideration by the membership at large. Business meetings may be held separately or in conjunction with the annual meeting of the State Society and notification of such meeting, stating the nature of the business to be undertaken, shall be sent to the membership 30 days in advance of the meeting. Positions shall be sent to the membership 30 days in advance of the meeting. Positions pertaining to State Society policy shall be presented at the business meeting for discussion. A simple majority of the votes cast shall be required for adoption. All adopted positions shall be transmitted to the Executive Committee for appropriate action.

Other meetings as needed shall be scheduled by the Chair, with the approval of the Executive Committee, and may be open to friends of members and other interested persons for the exchange of ideas on subjects of interest to the profession of forestry. Resolutions of gratitude, regret and other non-policy matters may be adopted by a majority vote of those present at these meetings.

Important business matters that cannot be delayed until the next business meeting may be submitted to the voting membership by ballot.

Article 12. Recall

Any officer may be removed from office for reason of misconduct, incompetence or neglect of duty provided such removal is approved by two-thirds vote of all members voting in a ballot. Such ballot may be initiated by the Executive Committee on its own volition or it shall be required to conduct such a ballot if it receives a petition setting forth the points of contention and signed by at least two percent by in no case less than 10 of the voting members of the State Society. Ballots shall be received by a member of the Executive Committee as chosen by the committee.

Article 13. Amendment of Bylaws

Amendments to these bylaws may be proposed by the Executive Committee or upon written petition of at least two percent but in no case less than 10 of the voting members of the State Society. Proposed amendments shall be submitted to the Council for approval prior to a ballot of voting members. Amendment of these bylaws shall require a two-thirds vote of the members voting.

Article 14. Assets

State Society assets belong to the State Society membership as a whole. IN the event of division or merger of state societies, the assets of the parent state society(s) will be audited and allocated to the new state society(s) in proportion to the percentage of the voting members transferred.

Upon the dissolution of the State Society, the Executive Committee shall, after paying or making provision for the payment of all the liabilities of the State Society, transfer all the assets of the State Society to the National Society, or dispose of all of the assets of the State Society exclusively for the purposes of the State Society in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501©(3) or the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Executive committee shall determine.

Adopted by the State Society members effective June 1, 2015

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