

SOIL AND WATER CONSERVATION SOCIETY MISSOURI SHOW-ME CHAPTER BYLAWS

Article I - Name

Section 1. The name of this chapter of the Soil and Water Conservation Society shall be the Missouri Show-Me Chapter, hereafter referred to as the Chapter.

Article II - Location and Area

Section 1. The headquarters of the Chapter shall be the address designated by the Executive Council.

Section 2. The boundaries of the Chapter shall be the same as the boundaries of the State of Missouri.

Section 3. The Executive Council may form subdivisions within the Chapter boundaries known as Areas. Changes in area boundaries shall be approved a majority of members voting at annual meeting or through a member mailed ballot.

Article III - Purpose and Objectives

Section 1. Purpose.

The Chapter is organized for educational, scientific, and charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended.

Section 2. Objectives.

To advocate the conservation, protection, enhancement and wise use of soil, water, and related natural resources.

Develop and communicate worldwide a knowledge base on the conservation, protection, enhancement and wise use of soil, water and related natural resources.

Promote a stewardship ethic of soil, water and related natural resources that recognizes the interdependence of people, soil, water and natural resources.

Article IV - Members

Section 1. Membership in the Chapter shall be limited to persons who hold membership in the parent society, and pay Chapter dues.

Section 2. The categories of membership shall be the same as those of the parent society. They are regular members, life members, and honorary members in accordance with criteria with specified by the Chapter.

Section 3. Membership in the Chapter will be terminated upon cessation of membership in the parent society, or upon transfer to another chapter.

Article V - Dues and Finances

Section 1. The annual Chapter dues shall be proposed by the Executive Council and established or changed by a majority mail vote by the members of the Chapter.

Section 2. The fiscal period shall at the conclusion of the annual business meeting.

Article VI – Officers Terms and Duties

Section 1. The officers of the Chapter shall be President, President-elect, Vice-President, Secretary, and Treasurer. Officers must be members of both the Chapter and the parent society.

Section 2. Chapter officers may be selected from any category of membership of the parent society.

Section 3. The President shall preside at meetings, shall appoint all committees chairs, chapter delegate (s) for the annual SWCS conference and shall perform all other duties incidental to the office.

Section 4. The President-elect shall perform the duties of the President when the latter is absent and serve as chairperson of the Program Committee.

Section 5. The Vice-President shall perform the duties of the President in the absence of the President and President-elect and also serve as vice-chairperson of the Program Committee.

Section 6. The Secretary shall keep the minutes of the Chapter meetings, prepare and submit the Chapter's Annual Report and perform other duties incidental to the office.

Section 7. The Treasurer shall be responsible for the management of all funds of the Chapter. Accounts shall be audited at the close of each year as directed by the President. The Treasurer shall prepare financial reports for the executive council meetings and an annual report and financial statement for presentation at the annual business meeting.

Section 8. The officers of the Chapter shall serve one-year terms and may not serve more than two consecutive terms, except the Secretary and Treasurer, who may serve an indefinite number of terms, and council persons who serve one year as council person and one year as area director.

Section 9. The officers, except for the President, shall be elected annually from the membership. The President-elect will automatically succeed the President. The terms of the officers shall begin and end on the date of the annual business meeting.

Article VII – Elections

Section 1. Candidates for the officers of the Chapter and elected members of the Executive Council shall be nominated by the Nominating and Elections Committee provided under Article IX – Section 5. Nominations may also be submitted by written petition signed by not less than ten (10) Chapter

members.

Section 2. A potential candidate must be a member of the Chapter and the parent society and be willing to serve before being nominated for an office.

Section 3. Nominations shall be made at least 45 days prior to the date of election of officers as established in Article VI, section 9, and the nominations submitted to the entire chapter membership for vote at least 45 days before such established date. Voting shall be by secret mail ballot. The candidate receiving a majority of the votes cast for each office shall be declared elected.

Article VIII – Executive Council

Section 1. The Chapter shall have a governing body known as the Executive Council, consisting of the President, President-elect, Vice-President, Secretary, Treasurer, the Immediate Past-President, Councilpersons, and Directors. All members of the Executive Council shall be members of the Chapter and parent society. One councilperson will be elected annually from each Area for a two-year term. The first year will be served as Area Councilperson and the second year as Area Director. The Director shall be responsible for program and policy development in the area from which elected. The Councilperson shall be responsible for environmental education in the area from which elected. The terms of the Councilpersons, and directors shall begin and end at the conclusion of the annual business meeting.

Section 2. In the event of a vacancy on the Executive Council, the President, in consultation with the Chairperson of the nominating Committee will find a qualified candidate(s) willing to serve and represent the candidate(s) to the Executive Council. The position will be filled by a majority vote of the Executive Council.

Section 3. The Executive Council shall be responsible for the routine functioning of the Chapter and for developing an annual plan of operations, annual budget, and updating the Chapter's long-range plan. It shall have the authority to take any action or to make any commitments not specifically delegated to the chapter membership, but its activities shall be subjected to review by the chapter membership through publication of its actions in the chapter newsletter. No other committee may expend funds of the Chapter, unless authorized by the majority of the Executive Council.

Article IX – Committees

Section 1. The President shall appoint members of temporary committees (legislative, ex.) and standing committees. Temporary committees shall exist until their duties are accomplished, but may be dissolved upon a majority vote for dissolution at any Executive Council Meeting. Members of standing committees shall serve until the next annual business meeting and shall be eligible for reappointment.

Section 2. The Education Committee shall have the responsibility for conservation booklet sales, Chapter newsletter, publicity, photography, technical information, and web site maintenance. Committee members will include the newsletter editor and Chapter Secretary. The President shall appoint a chairperson.

Section 3. The Program Development Committee shall be responsible for planning and carrying out the annual fall forum, coordinating the Missouri Natural Resources Conference sub-committee and other chapter events. Committee members will include the Chapter President-elect, Vice-President and Area Councilpersons. The President-elect will chair the committee.

Section 4. The Nominating and Elections Committee shall be responsible for developing a list of nominees for all elected officers and Area Councilperson (s). An effort will be made to nominate at least two, but not more than five persons for each office and Councilperson (s) to be elected. The Nominations and Election Committee shall also be responsible for arranging elections, preparing ballots, counting ballots, and certifying the results of the election to the Executive Council through the Chapter President. Committee members shall include all Area Directors and Councilpersons. The President shall appoint a chairperson.

Section 5. The Scholarship committee shall be responsible for administering the Chapter Scholarship (s).

Section 6. The Fund Raising Committee shall be responsible for all fund raising activities to support regular Chapter business.

Section 7. The Betty Broemmelsiek Scholarship Endowment Committee shall be responsible for securing funds and managing the Chapter's endowment fund. Three members of the committee will serve as Fiscal Agents and represent the chapter in any meetings with private investment representatives where endowment investment decisions will be made.

Section 8. The Policy Committee shall be responsible for bylaws reviews.

Section 9. The Membership Committee shall be responsible for keeping information on student chapter members, regular members, life members, and honorary members.

Article X – Meetings

Section 1. At least one meeting in each Area will be encouraged annually to provide opportunities to members to increase their knowledge and/or understanding of new conservation technology, educational developments, and or current issues that promote the chapter's policies and mission. The area directors and area councilpersons shall be the area program development committee in each of their respective areas. The area program committee in consultation with the Executive Council shall determine the content, time, and location of these meetings.

Section 2. The Executive Council shall meet at least quarterly to conduct normal chapter business. The chapter will also host an Annual Chapter Business Meeting for the entire membership to conduct normal business, participate in full membership votes, adopt resolutions, present chapter awards, and hear annual reports from officers and committees. The President and the Vice President shall co-chair the program for the annual business meeting.

Section 3. Any member of the parent society and guests may attend the meetings of the Chapter. Only members of the Chapter may vote, serve on committees, or hold office in the Chapter.

Article XI – Status and Dissolution

Section 1. The Chapter is a nonprofit organization without capital stock, dedicated to furthering conservation for the benefit of the general public and not for the monetary profit or gain of its members.

Section 2. The Chapter may be dissolved by a resolution requesting dissolution passed by a majority of the ballots returned from a mail vote of the membership, or by a majority vote at a meeting providing a written notice stating the meeting is to consider chapter dissolution is mailed to the members 60 days

before the meeting.

Section 3. If dissolution is favorably acted upon in accordance with Article XI, Section 2, the last Executive Council shall pay all just debts of the Chapter out of Chapter funds, and transfer all remaining money and other assets to the parent society. All records, correspondence, and other papers shall be forwarded to the parent society.

Article XII – Adoption and Amendment of Bylaws

Section 1. The Chapter bylaws shall not conflict with the bylaws of the parent society.

Section 2. Amendments to the bylaws shall be proposed by the policy committee or submitted by chapter membership by petition with at least 10 per cent of Chapter member signatures presented to the Executive Council. Such amendments shall be voted on by the full membership pursuant to Article XII, section 3.

Section 3. These bylaws may be amended by a majority of the ballots returned from a mail vote or by a majority vote of Chapter members present at any regular meeting of the chapter providing notice of all proposed changes have been mailed to all members at least 30 days prior to the date the ballots are due or at least 30 days prior to a meeting where a vote will be counted.

Section 4. Bylaws and amendments thereto shall be declared as being in effect upon receiving a majority of votes cast as defined in Article XII, Section 2.

Article XIII – Resolutions

Section 1. At its discretion, the Chapter may draft resolutions concerning issues and/or legislation dealing with Missouri natural resources and/or environmental issues.

Section 2. Any chapter member may propose a resolution by petition with at least 10 percent of Chapter member signatures. Resolution proposals should be presented to the area director from the area in which resolution is being submitted. The proposed resolution shall be presented to the executive council they will then submit the resolution to a vote by the full membership. In the event that a resolution is needed for a specific immediate issue the officers of the Executive Council may take action after contacting area directors for guidance and upon a unanimous vote of all five officers.

Section 3. Resolutions will be presented and disturbed to the membership via the chapter newsletter or direct ballot mailings. The membership will have at least 20 days to review the proposed resolution prior to voting. The Chapter shall vote to approve, disapprove, take no action, or amend the resolution with a majority of the membership votes cast in favor of the resolution. Whenever possible, voting on resolutions will take place at a scheduled chapter business meeting except as noted in Article XIII Section 2.

Section 4. If the Chapter adopts a resolution as determined by the membership, the President will be responsible for notifying the appropriate officials. For State legislation, those officials would be the Governor, Speaker of the House, Senate pro-tem, Agency head of the agency or agencies involved, media outlets, parent chapter, and others the Chapter President chooses to inform of the action. The Chapter President will have the final authority on selecting the appropriate individuals/agencies to notify.