

## SOUTH CAROLINA CHAPTER

### SOIL AND WATER CONSERVATION SOCIETY

#### BYLAWS

#### ARTICLE I

##### Name

The name of this organization shall be the South Carolina Chapter (hereinafter referred to as the Chapter) of the Soil and Water Conservation Society (hereinafter referred to as the Society).

#### ARTICLE II

##### Area

Four areas are hereby established. Chapter members residing in counties designated for each area will automatically become a member of that area.

Each area shall be represented on the Executive Board by one Board member elected as described in Article VII.

The primary year-round activities will be carried out by the areas. The Executive Board will assist the areas in planning and implementing the activities desired by the area membership. Suggested area programs and activities include: round table or panel discussions, contests, field trips and tours, visits to research stations, conservation education for teachers and students, etc.

Area I: Abbeville, Anderson, Edgefield, Greenville, Greenwood, Laurens, McCormick, Oconee, Pickens, and Saluda and Spartanburg Counties.

Area II: Cherokee, Chester, Fairfield, Kershaw, Lancaster, Lexington, Newberry, Richland, Union and York Counties.

Area III: Aiken, Allendale, Bamberg, Barnwell, Beaufort, Berkeley, Calhoun, Charleston, Colleton, Dorchester, Hampton, Jasper and Orangeburg Counties.

Area IV: Chesterfield, Clarendon, Darlington, Dillon, Florence, Georgetown, Horry, Lee, Marion, Marlboro, Sumter and Williamsburg Counties.

#### ARTICLE III

## Objectives

The objectives of the Chapter shall be the same as those of the Soil and Water Conservation Society as a nonprofit organization dedicated to advancing science, education and art of good land stewardship and water use. The further objective is to bring together members of the Society residing in South Carolina that the exchange of ideas and information of interest to the Chapter may be facilitated.

## ARTICLE IV

### Membership

Section 1. Regular membership in the Chapter shall be limited to persons and organizations holding membership in the Society.

Section 2. Persons who qualify under Section 1 as a regular member shall have one vote in the Chapter elections, may serve on committees, and may hold office in the Chapter.

Section 3. Associate memberships are for one year only. Associate members can not vote in chapter elections or hold office in the chapter but may serve on committees (without vote). Associate members are not members of the Society and do not have regular member benefits.

Section 4. Regular membership in the Chapter shall end upon termination of membership in the Society, by voluntary resignation or by two-thirds vote of the Executive Board. Associate memberships are for one year only.

Section 5. Chapter dues are set by the SWCS Board of Directors. Society and Chapter dues shall be payable together to the Society headquarters or the Chapter Treasurer. Associate member dues shall be payable to the Chapter Treasurer.

## ARTICLE V

### Officers

Section 1. Officers of the Chapter shall be President, President Elect, Vice President and Secretary-Treasurer.

Section 2. The office of Vice President shall be elected annually from the membership and shall perform the duties until a successor assumes these duties. A Secretary-Treasurer shall be appointed by the Executive Board at its last meeting prior to the Chapter's annual winter meeting, or Jan. 1, if an annual meeting is not held. Officers terms shall commence immediately following the Chapter's annual winter meeting, or on Jan. 1 if an annual winter meeting is not held, and continue until immediately following the next annual meeting, or Jan 1 if an annual winter meeting is not held. Vacancies between elections shall be filled as provided under Article VI.

Section 3. The President shall have general responsibility for the affairs of the Chapter; preside at Chapter meetings and sessions of the Executive Board (see Article VI); ensure the timely election of Chapter officers; and appoint committees and representatives provided under Articles VII and VIII.

Section 4. The President Elect shall automatically become President when the President's term expires (or the position otherwise becomes vacant). The President Elect may appoint committee members and plan activities to become effective at the time he or she becomes President. In the absence of the President, the President Elect shall assume the responsibilities and perform the duties of the President.

Section 5. The Vice President will automatically become President Elect when the President Elect's term expires (or the position otherwise becomes vacant). In the absence of the President Elect, the Vice President shall assume the responsibilities and perform the duties of the President Elect.

Section 6. The Secretary/Treasurer shall give notice of Chapter meetings and other activities to Chapter members; keep a record of business meetings; be responsible for Chapter correspondence: keep the master copy of the BYLAWS, membership list, all records pertaining to the Chapter and serve as liaison to the Membership Committee. The Secretary/Treasurer shall receive and disburse all funds of the Chapter; keep account of all financial transactions; and report at each business meeting the financial status of the Chapter. The Secretary/Treasurer also shall arrange with Society headquarters for proper notice of dues payment, and alert the Executive Board periodically of delinquent members so they may be encouraged to rejoin. The Secretary/Treasurer also shall receive any and all contributions to the Chapter, either for meeting Society objectives generally, or earmarked for specific projects or aims; shall invest these and other funds as authorized or approved by the Executive Board; and shall keep account of all transactions, expenditures and transfers of such funds or a committee established by or reporting to the Chapter Officers. The accounts of the Society shall be audited at least annually and when directed by the

Executive Board. The Treasurer may be bonded in such amounts as the Executive Board may determine, at the cost of the Chapter. The Secretary/Treasurer shall perform other duties incident to the office of Secretary/Treasurer.

Section 7. The President Elect shall be the official Chapter Delegate. Should the President Elect be unable to perform as the Chapter Delegate, the Vice President will become the official Chapter Delegate. Should the Vice President be unable to perform as the Chapter Delegate, the Executive Board shall appoint a Delegate.

## ARTICLE VI

### Executive Board

Section 1. The Executive Board shall consist of the President, President Elect, Vice President, Secretary/Treasurer, immediate Past-President, and Board members representing each Chapter Area, all of which are elected as described in Article VII.

Section 2. The Executive Board shall be the legal representative of the Chapter and shall have, hold, and administer all funds and property of the Chapter, which shall be in the direct custody of the Treasurer.

Section 3. Vacancies in the Chapter officers occurring between elections shall be filled by appointment by the Executive Board, except as provided in Article V, Section 4 and 5.

Section 4. The Executive Board shall meet at least semiannually for the transaction of its business and at other times as determined by the President or by a majority of the Executive Board, and shall have the power to act on matters that arise between regularly scheduled Chapter meetings and are not otherwise specifically provided for in the Bylaws. At least 7 days notice of the date and place of each meeting and the general nature of the business to be acted upon shall be given to all members of the Executive Board.

Section 5. A Quorum of the Executive Board, defined as a majority of the Executive Board members, must be present in order that business can be legally transacted.

Section 6. The Executive Board shall direct the policies of the Chapter within the framework of the Society and support the objectives of the Society in coordination with the member of the Society's Board of Directors who represents the Southeast region. The Executive Board shall develop or review operating plans and budgets; give counsel and guidance to, and coordinate the work of committees; decide the Chapter business not requiring action by the

membership; and perform similar duties. The Executive Board shall approve any formal statement of the policy of position of the Chapter on any issue. Executive Board members or other members appointed by the President may speak for the Chapter.

Section 7. The Executive Board shall encourage active participation of officers, committee chairs, and other members in the Chapter, regional, and international workshops, meetings, and other events.

## ARTICLE VII

### Elections

Section 1. Not later than 90 days before the winter annual meeting, or before October 1 if a winter annual meeting is not to be held, the Secretary shall notify the membership that a Nominating Committee has been appointed. The announcement shall include provision for nominations by the Chapter members, oral or written, to the Chair of the Nominating Committee no later than 60 days before the winter annual meeting or before November 1, if a winter annual meeting is not to be held.

Section 2. For the offices of Vice President, and Board Members, the Nominating Committee shall consider members from the various institutions and professions represented in the Chapter.

Section 3. Area Board members shall be elected by members within the respective area and shall serve for a term of two years. Terms will be staggered. Board members in Areas 1 and 3 will be nominated in odd years and elected in January of the following year, and Board members in Areas 2 and 4 will be nominated in even years and elected in January of the following year.

Section 4. Before any member's name is nominated for an office or Board member, the member shall agree that he or she is willing to serve.

Section 5. The Chair of the nominating committee will present the proposed slate of officers at the annual meeting. Additional nominations may be made from the floor in accord with Article VII Section 2. The nominee receiving the plurality of votes cast for each office shall be declared elected.

Section 6. If an annual winter meeting is not to be held, the nominating committee's proposed slate of officers will be sent by mail to each member. Each member will have the opportunity to vote for the proposed slate of officers or write in a candidate and return to Chair of nominating committee by December 15. The nominating committee will count ballots and notify winners by Jan 1. The chairman of the nominating committee will certify the election results to the Secretary/Treasurer and deliver the ballots to the

Secretary/Treasurer who will hold the same available for inspection by any member for six months thereafter, whereupon, ballots will be destroyed. The nominee receiving the plurality of votes cast for each office shall be declared elected.

## ARTICLE VIII

### Committees

Section 1. The Chapter President shall appoint committees and representatives as are necessary to conduct the affairs of the Chapter and contribute toward regional and/or international objectives of the Society. Such committees and representatives will function during the term of office of the President or until their assignment is accomplished.

Section 2. Standing committees shall include Program, Membership, Awards, Education, Audit, and Nominations.

Section 3. The Nominations Committee shall consist of a chair (immediate past-president) and the previous 2 past presidents. Only the chair may be a member of the Executive Board.

## ARTICLE IX

### Meetings

Section 1. An annual meeting of the Chapter membership should be held. The Executive Board will determine the timing and location of the Annual meeting, special conferences, symposia, workshops, and other meetings.

Section 2. Any member of the Society, Chapter or guests may attend and participate in meetings of the Chapter. Only regular members of the Chapter may vote.

Section 3. Officers and Committee chairs or their representatives shall report verbally or in writing to the membership regarding their current or proposed activities, at intervals directed by the Executive Board.

## ARTICLE X

### Parliamentary Authority

Section 1. The rules contained in "Robert's Rules of Order Revised" shall govern the Chapter in all cases to which they are applicable.

## ARTICLE XI

### Status and Dissolution

Section 1. The Chapter shall not participate in any activities not permitted by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding revisions of any future United States Internal Revenue Law).

Section 2. The Chapter may receive in the name of the Society gifts, bequests, donations, grants or funds for any purpose within the scope of Society objectives. No part of the funds of the Chapter shall be distributed to Chapter members. The Chapter shall be authorized and empowered to pay reasonable compensation for services rendered, provide awards, scholarships, and other incentive programs that will further the objectives and purposes of the Society and will financially support the Chapter, Regional and Society activities and programs.

Section 3. This Chapter may be dissolved by a resolution requesting dissolution passed by a majority vote of mail ballots received. Notice of such action must be mailed to all members at least 60 days prior to the closing date for receiving these mail ballots.

Section 4. Should the Chapter dissolve in accordance with Section 3 or from any other cause, any assets not required for payment of its liabilities and obligations and not held upon condition requiring return, specific transfer, or conveyance upon dissolution, shall be paid over and transferred to the Society. If the Society is dissolved, then the Executive Board of the Chapter at the time of dissolution shall transfer its assets to selected organization(s) or societies engaged in similar activities to those of the Society and regularly organized and qualified as charitable, educational, scientific, or philanthropic organizations.

Section 5. Should the Chapter dissolve, The Executive Board shall forward to the Society (or if the Society is dissolved, to the National Agricultural Library) all significant records, correspondence, and other papers.

## ARTICLE XII

### Adoption and Amendment of Bylaws

Section 1. These Bylaws may be amended by 2/3 vote of mail ballots received or of the Chapter members present at any regular meeting of the Chapter, provided notice of all proposed changes has been mailed to all members at least 30 days prior to: (a) the closing date for receiving these mail ballots, or (b) the date of the meeting at which the vote is to be taken.

Section 2. Amendments shall, unless otherwise provided therein, take effect when it is determined that a majority of the votes cast are favorable. The Chapter Secretary shall notify the members of the result.

Section 3. No Bylaw provision or amendment may be adopted which is not in keeping with the Society Bylaws of the Chapter. Upon official notification by the Society that a provision or amendment is not in keeping, and after due opportunity for hearing the Chapter, such provision or amendment shall be void and of no effect.

Section 4. Any changes required by the Internal Revenue service in order to establish or maintain status of the Society or the Chapter as an educational and scientific organization under section 501(c)(3) of the Internal Revenue Code shall automatically be deemed a fully approved amendment to these Bylaws. The Secretary shall notify each Chapter member of such change(s) and reasons therefore, and provide revised text of the Bylaws.

#### ARTICLE XIII

##### Effective Date

These Bylaws are revised and adopted by vote of membership at the Winter Annual meeting January 5, 2000.