

# Northern Colorado Beekeepers Association

## Constitution

Amended & Adopted August 18, 2010

Revised & Adopted May 16, 2013

Amended & Adopted October 28, 2015

### Article 1—Title

This organization shall be known as the Northern Colorado Beekeepers Association (NCBA).

### Article 2—Purpose

Section I. The Northern Colorado Beekeepers Association (NCBA) is organized exclusively as an Educational and Charitable organization under Section 501 (c) of the Internal Revenue Code. We agree that no part of the net earnings of NCBA will inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that NCBA shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in our organizing document and our application for federal tax exemption.

Section II. The objectives of the NCBA shall include:

Uniting the beekeepers of northern Colorado in an effort to improve beekeeping in the area.

The promotion and furtherance of modern and up-to-date beekeeping through the presentation and dissemination of educational material, including training in the art of beekeeping and the production of bee products.

To provide education to the general public about beekeeping and the contribution of honeybees for the welfare of all people.

To act in the interests of beekeepers in protecting and conducting beekeeping affairs.

To promote legislation and controls to protect and assist beekeeping as a local, state and national industry or hobby.

To provide social activities whereby members can meet with others with similar aspirations and pursuits.

## **Article 3—Affiliation**

Section I. The Executive Committee, from time to time and with the approval of a simple majority of voting membership, may choose to affiliate its membership with other not-for-profit beekeeping organizations in support of that organization’s goals and activities; and by the same vote may revoke that affiliation. Such affiliation may result in a specific assessment in addition to Association annual dues as dues to the affiliated organization. Any increase of those dues by the affiliated organization will require re-approval of the affiliation by a vote of Association membership or the affiliation will terminate.

## **Article 4—Membership**

Section I. Membership in NCBA shall include three categories: Paid members, lifetime members, and honorary members.

Section II. The amount of membership dues shall be set by the Executive Committee and approved by two thirds vote of said committee and by two-thirds of voting membership.

Section III. The membership period for Paid Members shall be up to one year, expiring the last day of February.

## **Article 5 – Officers, Advisors and the Executive Committee**

Section I. . The Executive Committee is the NCBA’s primary governing body, and by simple majority vote (unless otherwise specified in the Constitution or Bylaws) has final jurisdiction over any and all activities of the Association not specifically designated to Membership. The President and other officers shall carry out their duties in a manner that is consistent with the letter and the spirit of the Constitution and Bylaws, and the direction of the Executive Committee. In all matters the Executive Committee shall endeavor to be frugal in its use of Association funds and respectful of each member’s right to choose his or her level of participation. To encourage informed participation in the political, social, educational, charitable and volunteer activities of the Association, the Executive Committee shall keep members fully informed about Association business and events,

The Executive Committee of the NCBA shall consist of Officers and Advisors. The Officers of the NCBA shall consist of President, Vice President, Secretary and Treasurer, as well as other officers duly created within the organization bylaws. No person may hold more than one Executive Committee position at a time. In addition to Officers, a minimum of four additional persons, deemed Advisors, shall serve in a voting and advisory capacity.

Section II--Method of Election. The Executive Committee shall conduct an election in conjunction with the October meeting each year and may also call special elections as described here and in the Bylaws. The Officers and elected Advisors and other issues that may be placed on the ballot shall be elected by a majority (as distinct from a plurality) of the Votes cast. When more than two members contest for an office, or when an issue has more than two choices, ranked voting methodology (aka Instant Runoff Voting) will be employed to allow determination of a majority vote. A member may stand for election for more than one office; that member will be deemed elected to the highest ranked office, as defined in the bylaws, where the member earned a majority of the votes. Should the vote of membership result in a tie, the tie will be broken by a majority vote of the full pre-election Executive Committee completed within 72 hours of the completion of the membership vote. Executive Committee members will make a concerted effort to poll all members within 72 hours. The President will break any tie that remains after 72 hours.

The office of Vice President is intended to serve as a training period for the office of President. If at the end of a one-year term as Vice President the office of President is uncontested, the Vice President, if willing to serve, will automatically advance to the office of President for a term of one year. If the current President wishes to stand for re-election within the term limits set below, that intent must be announced to Membership in the monthly newsletters distributed to Membership prior to the September and October meetings. Without regard for the current status of the offices of President and Vice President, any member may be nominated and stand for election to any Executive Committee position in any election year.

Outgoing officers, who are willing to serve and have not been elected or appointed to another Officer position, will automatically become Advisors. Should the number of officers transitioning to the role of Advisor potentially be less than four, the membership will elect additional Advisors to result in a total of four Advisors from a slate of member-nominated or self-nominated members. Each member may cast votes for several advisor-nominees, up to the number of Advisor positions that *may* need to be filled. The Advisor-nominees receiving the most votes shall be elected.

When a mid-term vacancy occurs in the Executive Committee, the Executive Committee shall cause a Notice of Special Election to be distributed to the membership in the next monthly newsletter. The election shall be conducted as described in the Constitution and Bylaws. Nominations shall be received and announced until and at the next regularly scheduled meeting. The election will commence not sooner than three weeks from the distribution of the Notice, and conclude at or following the next regularly scheduled meeting as necessary to meet election requirements and as set by the Executive Committee.

Section III--Terms of Office. All members of the Executive Committee shall serve for terms of one year. The President, Vice President, Secretary and Treasurer may not serve more than two consecutive terms, meaning two one year terms served in a row. Other members of the Executive Committee are not term-limited, except as provided for in the by-laws. Former officers may stand for re-election to a term-limited office after having vacated that office for at least one year.

IF any officer, currently serving, becomes term limited and ineligible for the next election AND IF there are no candidates willing to stand for election as President, Vice President, Secretary and/or Treasurer AND IF those currently serving are willing to continue in their present position, the term limit restriction shall be waived for ONE additional year and those term limited officers shall stand for election as if the term limits did not exist. This process may be repeated, as necessary, when there are no candidates willing to serve as officers of the NCBA.

## **Article 6—Meetings**

Section I. An assembly of the members shall be held at the time and place selected by the President.

Section II. Special meetings of the executive committee shall be called by the President or by emailed or written request of a simple majority of the members of the full Executive Committee.

Section III. Special meetings of the entire membership shall be called by emailed or written request a simple majority of the full Executive Committee or by request of one-fourth of the current paid membership. Special meetings of the entire membership may be called by the President when deemed necessary.

Section IV—Issues. Except for amendments to this constitution or its bylaws, or as otherwise directed in the Constitution or Bylaws, issues may be decided by a quorum of the Executive Committee. A quorum shall consist of at least half of the executive committee, calculated by rounding up to the next whole digit. At its option, the Executive committee may take an issue to the membership for a vote. In either case, a simple majority of votes cast by members in good standing decides the issue, with the President acting as tie-breaker when necessary.

## **Article 7—Dissolution**

Upon the dissolution of the Northern Colorado Beekeepers Association, the executive committee shall, after satisfying all outstanding liabilities, dispose of all its assets exclusively for the purposes of the association to one or more organizations organized and operated exclusively for charitable, educational or other purposes that qualify the organization(s) as exempt under Internal Revenue Section 501(c) (3) (or the corresponding provision of any future Internal Revenue law). Any of such assets not so disposed of shall be disposed of by the court having probate jurisdiction in Larimer County exclusively to such organization(s) as the court determines are organized and operated exclusively for charitable or educational purposes.

## **Article 8—Amendments**

The constitution of the Northern Colorado Beekeepers Association may be altered or amended only by an election held in conjunction with an annual meeting by a simple majority of voting

membership. The Bylaws of the NCBA may be altered by an election held in conjunction with the Annual Meeting or at a special election called by the Executive Committee. Amendments may be proposed to the Executive Committee by any Association member. Competing or conflicting amendment proposals (for example, differing proposals to amend the same article section) will be grouped to allow a member to vote to reject each version and to cast a ranked or ordered vote for versions the member deems acceptable. Notice of Intent to Amend the Bylaws and/or Constitution will be given to membership at least 120 days in advance of the election to allow membership the opportunity to contribute. Final amendment proposals shall be presented to membership at least 30 days prior to the start of the voting period. At least 15 minutes of time will be allocated for discussion of the proposals at each of the two monthly meetings occurring prior to the start of the voting period, and the Executive Committee shall encourage discussion of the proposals using the NCBA Forum website. Amendments shall be adopted when a simple majority of votes cast are for adoption, using standard ranked voting methodology where applicable. Changes to the Constitution and Bylaws shall be presented to Membership in logical groupings, allowing membership to approve some but not all of the proposed changes.

## **Appendix**

### **Revision History**

10/28/15, Article 5, Section III, Terms of Office: Second paragraph added.