

CONSTITUTION OF THE MISSISSIPPI BEEKEEPERS' ASSOCIATION
AMENDMENDED November 9, 2019

PREAMBLE

***The charter states** the mission of this non-profit association is as follows; (1) to promote the art and science of beekeeping, to promote research in the fields of beekeeping and pollination of crops, and to promote agricultural growth; (2) to support such research and growth through practical expertise, and whenever possible, through assistance in securing needed finances to carry on beekeeping research and product promotion; (3) to encourage understanding and working relationships among industry, research and other closely associated agricultural personnel; (4) to serve agriculture through pollination as depicted by the adopted seal and emblem; (5) to establish and maintain educational exhibits at fairs, ag reviews, etc. in order to accomplish the above.*

ARTICLE I. NAME AND PURPOSES

Section 1. The name of the Association shall be the Mississippi Beekeepers' Association.

Section 2. The purpose of this Mississippi Beekeepers' Association shall be the advancement and protection of the interests of beekeepers commercially, educationally and socially.

Section 3. The Mississippi Beekeepers' Association desires to maintain strong relationships with local beekeeping organizations by means of a local club affiliate status as set forth in the by-laws.

ARTICLE II. MEMBERSHIP

Section 1. Any person or family interested in beekeeping shall be eligible for membership, subject to approval of the Executive Committee, upon payment of the annual membership fee, and may continue such membership upon payment of the annual dues hereinafter provided for. See the accompanying by-laws for rules regarding a challenge to membership and how dues are weighted according to the type of membership.

Section 2. Any person may be elected for honorary membership of this Mississippi Beekeepers' Association at any annual meeting, and as person elected or who has heretofore been elected an honorary member of the Mississippi Beekeepers' Association, shall be a lifetime member of the Association without the obligation to pay dues thereto.

ARTICLE III ORGANIZATION

Section 1. The structure of the organization consists of an Executive Committee and an Executive Board.

- A. Executive Board—the officers of this Mississippi Beekeepers' Association shall consist of a President, Vice President, Secretary and Treasurer and make up the Executive Board with such powers and perform such duties as are herein provided in the By-Laws.

- B. Executive Committee shall consist of officers of this Mississippi Beekeepers' Association, together with the Immediate Past President and other members as authorized in ARTICLE IV with such powers and perform such duties as are herein provided in the By-Laws.

ARTICLE IV. ASSOCIATION AFFILIATION

Each locally established beekeeping association shall be entitled to recognition as an Association Affiliate of the Mississippi Beekeepers' Association. Each local beekeeping association desiring affiliation shall submit a written request to the President of the Mississippi Beekeepers' Association to be forwarded to the Executive Committee asking for recognition as an Association Affiliate of the Mississippi Beekeepers' Association.

Upon receipt of the information and a determination in the affirmative by the Executive Committee of acceptable qualifications pursuant to the By-Laws Chapter 4, written notification will be sent to the local club applying for Association Affiliate status acknowledging acceptance. Upon receipt of this notification the Associate Affiliate shall elect an Affiliate Representative to serve on the Executive Committee and continue to do so on an annual basis pursuant to Chapter 4 of the By-Laws.

Article V. ELECTIONS AND APPOINTMENTS

At the regular Annual Business Meeting of even numbered years, the officers of the Mississippi Beekeepers' Association shall be elected. The officers' terms are for two years. Each voting member in good standing shall be entitled to one vote for each officer elected and upon each time of business to be submitted for the consideration of the members. Three at large members of the Executive Committee shall be appointed by the President one each from the three groups of voting members, Hobbyist, Sideliner and Commercial. Standing committees shall be appointed by the President. Election and appointment procedures are herein provided in the By-Laws.

Section 1. Term of Office

Elected officers and At-Large appointments of the association, shall serve terms of two years extending from the close of the Annual Meeting of even numbered years until the close of the Annual Meeting of following even numbered year unless resignations are made. Such vacated offices of Mississippi Beekeepers' Association or presidential appointees, may be filled by appointments of replacement by the Mississippi Beekeepers' Association President to fill the remainder of the term.

Section 2. The President, and in his/her absence the Vice President, shall preside over all meetings of the Mississippi Beekeepers' Association including the Annual Business meeting, Executive Committee and the Executive Board meetings and shall conduct such meetings and perform the duties entrusted upon such presiding officer in accordance with the rules of Parliamentary Assemblies as laid down in Robert's Rules of Order.

ARTICLE VI. MEETINGS

Section 1. Executive Committee Meetings of this Mississippi Beekeepers' Association may be held at such times or places as may be determined by the President. Due to the need for timely meetings of the Executive Committee and Executive Board a notice shall be sent two weeks prior to the members of these Committees by U.S. Postal Service or electronic means. An Executive Committee Meeting will take place prior to the Annual Business Meeting at a time and place designated by the President.

Section 2. The Executive Board meeting of the Mississippi Beekeepers' Association shall be held at such time and place as the President shall determine with notification sent two weeks prior by U.S. Postal Service or electronic means.

Section 3. The Annual Business Meeting or General Meetings of the Mississippi Beekeepers' Association may be held at such time or places as may be determined by the Executive Committee. Due and timely notice of the time and place of such meetings shall be given to the members of the Mississippi Beekeepers' Association either by U.S. Postal Service or electronic means.

A. Voting for officers shall be held on even numbered years at the Annual Business Meeting

B. The preparation of programs for the Annual Meetings of this Mississippi Beekeepers' Association shall be the duty of the Executive Committee and the Mississippi Beekeepers' Association Advisor. The time and place of meetings for this purpose shall be held at such time and place as the President shall determine. See By-Laws for purpose and structure of the meetings

ARTICLE VII. QUORUM

Section 1. A quorum for conducting business transactions at a duly called meeting of the Mississippi Beekeepers' Association shall be ten (10) members present and in good standing, of which at least two shall be officers.

Section 2. A quorum for the transaction of business at any duly called meeting of the Executive Committee shall be 50% plus 1, for example six or more members present out of 10, of which at least two shall be officers of the Mississippi Beekeepers' Association.

ARTICLE VIII. AMENDMENTS

Section 1. All amendments to this Constitution must be voted upon at any meeting of the membership of the Mississippi Beekeepers' Association. The membership shall be given at least thirty days' notice of the time and place of the meeting, and the contemplated changes to the Constitution. The membership must receive this notice via U.S. Postal Service or electronic means.

Section 2. The Constitution changes may be amended if affirmed by a two-thirds vote cast by members in good standing present at any meeting called according to Article VI, Section 3 with the appropriate notification as denoted in Article VIII, Section 1.

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Mississippi Beekeepers' Association
BY LAWS

CHAPTER 1 STRUCTURE

1.0 Executive Board

- A. The Executive Board shall consist of the elected officers of the Mississippi Beekeepers' Association President, Vice President, Secretary and Treasurer
- B. The Executive Board shall prepare and present items for action and discussion to the Executive Committee and general Membership as appropriate.
- C. The Executive Board shall conduct the business and daily operations of the Mississippi Beekeepers' Association as established by direction of the Executive Committee or general membership.

2.0 Committee and Officers Duties

- A. The Executive Committee shall consist of the following:
 - 1. President.
 - 2. Vice President.
 - 3. Secretary.
 - 4. Treasurer (In the event that the Secretary and Treasurer offices have been combined, this position shall be considered an at-large position appointed by the President of MBA.)
 - 5. Three (3) representatives elected or selected by the combined Affiliate association clubs, with no affiliate association having no more than one (1) representative to serve on the Executive committee. (The names of the three (3) elected/selected representatives of the combined affiliate associations shall be given to the President of the Mississippi Beekeepers' Association before the end of the Annual Mississippi Beekeepers' Association convention.)
 - 6. One (1) at-large hobbyist member of MBA appointed by the President of the Mississippi Beekeepers' Association.
 - 7. One (1) at-large sideliners member of MBA appointed by the President of the Mississippi Beekeepers' Association.
 - 8. One (1) at-large commercial member of MBA appointed by the President of the Mississippi Beekeepers' Association.
 - 9. One (1) at large member of MBA appointed by the President of the Mississippi Beekeepers' Association.
 - 10. Immediate past-President in an Advisory position only – non-voting.
- B. The Executive Committee of this Mississippi Beekeepers' Association as hereinafter provided for, is charged with the duties of carrying out the purposes of the Mississippi Beekeepers' Association, and pledging the funds of the Mississippi Beekeepers' Association for the assistance and protection of the members in every way possible; consistent with public policy whenever expenditure thereof is ordered by such committee.
- C. Meetings of the Executive Committee shall meet at such times and places as the President shall designate by written notice through the U.S. Postal Service or electronic means thereof to each member of the Executive Committee, at least two weeks before the time set for such meeting.

D. Duties of Officers

All officers of the Association must be members in good standing and maintain that status during their term. Failure to maintain membership will result in a vacancy.

1. Immediate Past President shall provide the input of communications, agreements and negotiations of his/her administration necessary to create a smooth transition to the new administration.
2. The President upon being duly elected and taking charge of his/her office at the end of the Annual Business Meeting, he/she shall make all appointments designated in Constitution and By-Laws and preside over all meetings and shall conduct such meetings and perform the duties entrusted upon such presiding office in accordance with the rules of Parliamentary Assemblies as laid down in Robert's Rules of Order.
3. The Vice President in the absent of the President shall preside at all meetings of the Mississippi Beekeepers' Association and of the Executive Committee, and shall conduct such meetings and perform the duties entrusted upon such presiding office in accordance with the rules of Parliamentary Assemblies as laid down in Robert's Rules of Order.
4. The Secretary shall keep a true record of the proceedings of all meetings of the Mississippi Beekeepers' Association and of the Executive Committee. The Secretary shall record the minutes of all meetings as follows:
 - a. Kind of meeting (regular, special, emergency)
 - i. Date and place of meeting
 - ii. Attendance and Quorum
 - iii. If minutes of last meeting were approved or disposed with
 - iv. All main motions and name of person introducing the motion
 - f. To whom minutes were distributed
 - g. Recording of Amendments to Constitution and bylaws.
5. The Treasurer shall keep a correct and detailed account of all monies received by him/her, from whom, and for what purpose. He/She shall keep a detailed account of all disbursements, including the amount and purpose of the disbursements. He/She shall, upon request, issue receipts for all monies received, reciting the amounts received and for what, and shall keep a duplicate or stub thereof showing the amount received, from whom and what purpose, and such stub or duplicate shall be submitted to the Auditing Committee for auditing. He/She shall prepare an annual budget for review of the Executive Committee and for report at the Annual Meeting and should include but is not limited to:
 - a. Define fiscal year as beginning November 1th ending October 30th.
 - b. Define Fiscal Policies, that is, how the books are kept.
 - c. Expenditures and Revenues
 - i. What can be incurred?
 - ii. How to Improve Expenditures and Revenues
 - iii. Timeline Preparing Budget—Cash flow
 - d. Approval of Budget
 - e. Reporting Expenditures and Revenue
 - i. Prepare reports for evaluation of Executive Committee and Annual Meeting

6. Officer Resignations and Presidential Appointees

Elected officers of the association shall serve terms of two years unless resignations are made. Such vacated offices of the Mississippi Beekeepers' Association officers, or presidential appointees, may be filled by appointments of replacement by the Mississippi Beekeepers' Association President to fill a term, with the exception of replacement of the President by anyone other than the Vice President unless he/she cannot fill the vacancy.

F. Indemnification of the Executive Committee Members

The Corporation, Mississippi Beekeepers' Association, Inc, as filed with the Secretary of State of the state of Mississippi shall indemnify and hold harmless each Executive Committee member now or hereafter serving the corporation from and against any and all claims and liabilities to which the Executive Committee member may be or become subject by reason of the Executive Committee member now or hereafter being or having hereto-been a Executive Committee member of the corporation and/or by reason of the Executive Committee member's alleged acts or omissions as such Executive Committee member, whether or not he continues to be such an Executive Committee member at the time when any such claim or liability is asserted and shall reimburse each such Executive Committee member for all legal and other expenses reasonably incurred by the Executive Committee member in connection with defending any and all such claims or liabilities, including amounts paid or agreed to be paid in connection with reasonable settlements made before final adjudication with the approval of the Executive Committee, whether or not the Executive Committee member continues to be such Executive Committee member at the time such expenses are incurred; provided, however, that no Executive Committee member shall be indemnified against any claim or liability arising out of the Executive Committee member's own negligence or willful misconduct or shall be indemnified against or reimbursed for any expenses incurred in defending any or all such claims or liability or in settling the same unless in the judgment of the Executive Committee or the members of the corporation the Executive Committee member against whom such claim or liability is asserted has not been guilty of negligence or willful misconduct. The foregoing right of indemnification shall not be exclusive of other rights to which any Executive Committee member may be entitled as a matter of law.

G. Reimbursement for Officer Travel

When caring for the business of this Association the officers of this Association shall be allowed their reasonable and necessary traveling expenses, and expenses of caring for the business of this Mississippi Beekeepers' Association other than in attending Annual Meetings, but shall not be allowed any compensation except that the Executive Committee may allow the Secretary and Treasurer such compensation for their service as approved by the Executive Committee.

CHAPTER 2 COMMITTEES

1.0 Standing/Ad-Hoc/Special Committees

All committees in this section are appointed by the President and serve during his/her administration. Ad-Hoc and Special committees are appointed at the President's discretion and for the purposes described by the President. All committee members must be members in good standing of the

Association and maintain that status during their term. Failure to do so will result in replacement of their position.

Standing Committees are:

- A. Nominating Committee—The Nominating Committee shall consist of five members, to include one member each from no less than three local associations/clubs/affiliates or subchapters, and one member at-large. These appointed members may elect a chairperson for the Nominating Committee, unless such appointment is made by the President. The duties of the Nominating Committee shall be to nominate a slate of candidates for President, Vice President, Secretary and/or Treasurer.
- B. Legislative Committee—The Legislative Committee shall consist of five or more members. The duties of the Legislative Committee shall be to represent the interests of the beekeeping industry in all matters of proposed legislation, as instructed by vote of the membership, or by direction of the Executive Committee of the Association.
- C. Auditing Committee—The Auditing Committee shall consist of three or more members. The duties of the Auditing Committee shall be to audit the accounts of the Treasurer, and submit a report at the regular annual business meeting.
- D. Resolutions Committee—The Resolutions Committee shall consist of three or more members. The duties of the Resolutions Committee shall be to compose resolutions for presentation to the members present at any duly called meeting of the Association. Resolutions so presented shall be voted upon, and if adopted, shall be properly recorded by the Secretary.
- E. Planning Committee—The Planning Committee shall consist of three or more members. The duties of the Planning Committee shall be to consider matters affecting the welfare of the beekeeping industry and make suitable recommendations for action to any duly called meeting of the Mississippi Beekeepers' Association, or of the Executive Committee thereof.
- F. Awards Committee—The Awards Committee shall consist of no less than three members appointed by the president. A chairperson shall also be appointed at the same time. The members shall not be currently serving on the Executive Committee. The duties of the Awards Committee shall be to choose the recipients of any awards so described in the Constitution/By-Laws of the Mississippi Beekeepers' Association. The committee shall be responsible for setting rules for any awards set forth in these By-Laws, soliciting nominations, setting deadlines for receiving nominations, reviewing applications for nominations, preparing the awards for presentation and selecting the winner.
 1. The following three awards “may be” presented each year at the annual convention.
 - a. Master of Beekeeping Award—this award consists of an engraved hive tool mounted on a plaque.
 - b. Young Beekeeper of the Year Award—This award consists of a plaque and monetary award of no less than \$100.00. This recipient shall be no older than 25 and must be actively involved in beekeeping activities.
 - c. Association Affiliate Award—This award consists of a plaque and a monetary award of no less than \$100.00. The Association Affiliate must be actively involved in membership recruitment for the Affiliate Association and the Mississippi Beekeepers' Association, as well as volunteering to promote

beekeeping.in the younger generation.

2. Nominations for the awards must be submitted to the Awards Committee by a local club, Association Affiliate or by the Executive Committee. Nominations must be accompanied by a written narrative, which justifies the applicant as deserving of the award. The narrative shall include the following information:

- a. Person is a member of Mississippi Beekeepers' Association and has never been the recipient of the award
- b. Number of years as beekeeper, whether hobbyist, sideliner or commercial, and the number of hives.
- c. Age of nominee for young beekeeper consideration
- d. Involvement in beekeeping at local association level, if any
- e. Involvement in community projects, if any, promoting bees and beekeeping
- f. Any mentoring of new/novice beekeepers, if any
- g. Justification as to why an Affiliate is deserving of the Annual Award
- h. Any additional pertinent information to consider

CHAPTER 3 MEETINGS: Executive Committee, General/Annual, and Special Meetings

1.0 Quorum:

- A. A quorum for conducting business transactions at a duly called meeting of the Mississippi Beekeepers' Association shall be ten (10) members present and in good standing, of which at least two shall be officers.

- B. A quorum for the transaction of business at any duly called meeting of the Executive Committee shall be 50% plus 1, for example six or more members present out of 10, of which at least two shall be officers of the Mississippi Beekeepers' Association.

2.0 Robert's Rules of Order

Robert's Rules of Order shall govern this Mississippi Beekeepers' Association in all points of parliamentary procedure, not provided in this Constitution and the accompanying By-Laws

3.0 Executive Committee Meetings

The Executive Committee Meetings whether business or special shall be at such times and places as the President shall designate by written notice or email thereof to each member of the Executive Committee, at least two weeks before the time set for such meeting. The Executive Committee Meetings are used for the purpose of conducting routine and special business of the Association.

4.0 The Annual Meeting

The Annual Meeting shall be held with the purpose of providing an educational function for all members of the Mississippi Beekeepers' Association. Fees shall be established by the Executive Committee for the purpose of offsetting the expenses of this meeting. Notification and promotion of the event will be conducted by the Executive Committee.

5.0 The Annual Business Meeting

The Annual Business Meeting shall be held annually and usually in conjunction with the Annual Meeting for the purpose of elections, resolutions, and the general business of the Mississippi Beekeepers' Association that require a vote from the membership of the organization. Notification of this meeting shall be made with a minimum of a two week notice and transmitted via U.S. Postal Service or electronic means. The order of business is as follows:

- A. Call to Order
- B. Roll Call
- C. Secretary's Report - Reading of the minutes of the previous business meeting, correcting, editing and approving of the same.
- D. Treasurer's Report
- E. Reports of Committees Resolutions Committee/ Nominating Committee (when appropriate)
- F. Communications
- G. Unfinished Business
- H. New Business
- I. Committee Appointments
- J. Adjournment

6.0 Special Meetings

Special Meetings of the Executive Committee or general membership may be called by the President of the Mississippi Beekeepers' Association at any time for the purpose of conducting business not otherwise described in these By-Laws by providing proper notification of time and location no less than two weeks prior to the meeting by U.S. Postal Service or electronic means.

7.0 General Meetings

General Meetings of the Mississippi Beekeepers' Association may be held at such time or places as may be determined by the Executive Committee. Due and timely notice of the time and place of such meetings shall be given two weeks prior to the meeting by U.S. Postal Service or electronic means.

CHAPTER 4 MEMBERSHIP RULES AND CONDITIONS

1.0 Member Status and Dues:

A person or family shall be eligible for either a voting or non-voting membership based on their selection. The membership year runs from November 1 to October 31 and dues are payable prior to the beginning of the membership year. Voting membership can be for either a family or an individual and entitles the member to one vote. (Family members wishing to vote additionally must purchase an individual membership). Voting membership is based on status—Hobbyist, Sideliner and Commercial, see below. When applying, members should indicate whether they are members of a local club and the name of their home club. Membership for those wishing to support the Mississippi Beekeepers' Association without voting is available as a Non-voting membership.

A. Voting members

All voting members in good standing are entitled to participate and attend all functions and business meetings of Mississippi Beekeeper's Association and vote at the appropriate meetings and time. Each dues paid is a membership, entitled to one vote, and shall be set as

follows (Family membership equals one vote).

Voting Members Dues:

Commercial (≥ 301 colonies): \$50

Sideline (51-300 colonies): \$40

Hobbyist (1-50 colonies): \$20

B. Non-voting members

Associate membership affords all rights and privileges conveyed upon membership in the MBA except for voting privileges.

Associate membership dues: \$15

C. Challenge of Application to Membership

Any application for membership may be challenged by any member in good standing, in which case the Executive Committee shall determine the justification of such challenge by holding a hearing attended by a majority of the members of the Executive Committee. A **majority vote** of the Executive Committee shall accept or reject said challenged application of membership.

2.0 Mississippi Beekeepers' Association Affiliates

- A. Each Mississippi beekeeping club/group which holds regular monthly or bi-monthly meetings with its membership is to be deemed an Affiliate club of the Mississippi Beekeepers' Association, provided that the club notify the Mississippi Beekeepers' Association of its desire and intent to be an affiliate, in writing, addressed to the President of the Mississippi Beekeepers Association.

The instrument of writing addressed to the President from the affiliate club association shall include:

1. Name and address of the association.
2. Place and time of regular meetings.

3.0 Rules All Members Shall Follow At Any Meeting of the Mississippi Beekeepers' Association

Any member of the Mississippi Beekeepers' Association may at any meeting bring any matter considered of interest to the members of the Mississippi Beekeepers' Association to their attention by handing a written statement of such matters to the presiding officer, and all of the matters so brought to the attention of the presiding officer shall be brought to the attention of the Mississippi Beekeepers' Association members at some time during said meetings of the Mississippi Beekeepers' Association. Any Mississippi Beekeepers' Association action on such matters of interest may be considered by a motion duly supported. All motions must be in writing presented to the presiding officer.

CHAPTER 5 ELECTION PROCEDURE

1.0 General Rules for Elections

- A. Elections will be held at the Annual Business Meeting of the Association in even numbered years.
- B. The Nominating Committee shall present a slate of nominees as follows: President, Vice President, Secretary and/or Treasurer.
 - 1. All persons seeking office in the Mississippi Beekeepers' Association must be members in good standing.
- C. Following the report of the Nominating Committee, the presiding officer shall ask if there are additional nominations from the floor of the Annual Business meeting by any member in good standing for President, Vice-President, Secretary and/or Treasurer. The nominee must be a member in good standing.
- D. The slate of officers presented by the Nominating Committee may be voted upon "In Whole" as presented, provided no additional nominations from the floor are offered.

2.0 General Rules for Voting

- A. Rules as outlined in this section shall apply to all votes taken regarding Association business.
 - 1. Only members with voting memberships in good standing are eligible to vote.
 - a. Individual membership cast one vote.
 - b. Family membership cast one vote.
- B. The vote shall be by voice or a show of hands, unless otherwise designated by the Executive Committee prior to the annual business meeting.

CHAPTER 6 AMENDMENT OF BY-LAWS

1.0 Amendment Rules

- A. These bylaws may be changed at any duly called General Meeting or Executive Committee Meeting where a quorum is present. Proposed changes may be brought forward for discussion to members present at a General Meeting, whether or not they have been brought to the Executive Committee prior to the meeting. Such motions must be presented to the President in writing.
- B. Proposals may be brought forward for discussion/resolution at any duly called Executive Committee Meeting where a quorum is present, and may be adopted by majority vote. Any

such proposals adopted, changes in these By-Laws, whether at a General Meeting or Executive Committee Meeting, must be transmitted to all members by the Association Secretary by U.S Postal Service or electronic means.

CHAPTER 7 DISSOLUTION OF RESIDUAL ASSETS

1.0 In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations described in sections 501 (c)(5) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law of (b) A corporation, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue Law. Mississippi Beekeepers' Association is a 501(c)(5) tax exempt organization.