

**BYLAWS OF THE
OREGON SOCIETY OF AMERICAN FORESTERS**

ARTICLE 1:

This organization is a unit of the Society of American Foresters (the Society*) and shall be known as the Oregon Society of American Foresters (the state society*), as provided in Article VI of the Constitution of the Society of American Foresters.

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 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 I 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 Society in good standing is entitled to membership in the state society in which the member has 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 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 have no vote. Members of a Student Chapter shall be entitled to vote only on any question before the Student Chapter.

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

ARTICLE 4: DUES

The annual dues of the state society shall be twenty (20) dollars per year and 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 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 Society that they are in bad standing, and thus ineligible to vote, to receive the Journal of Forestry, 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.

New members admitted during the year shall pay pro-rata dues beginning with the quarter after the admission is accepted.

The Treasurer shall remit by March 15th of each year, to each of the chapters fifty cents (\$.50) per chapter member as recorded on January 1. A minimum of thirty (30) dollars shall be paid annually by the state society to each officially recognized chapter.

A special assessment to cover the expenses of projects undertaken by the state society may be levied upon the approval of 75 percent of the members of the Executive committee. Such special assessment shall not exceed five (5) dollars per member per year.

ARTICLE 5: OFFICERS

The officers of the state society shall include a Chair, a Chair-elect who shall be Vice Chair, a Past Chair, a Secretary, a Treasurer, a Delegate-at-Large, and a Chapter Affairs Officer. Officers shall be voting members of the Society and the state society for the duration of their terms. Terms shall be for one year and commence on January 1.

The Chair-elect is elected for a one-year term and automatically shall become Chair for the subsequent term. The Secretary and Treasurer shall be appointed. The Secretary and Treasurer may be the same person. The Delegate-at-Large is elected for a one-year term. The Chapter Affairs officer shall be appointed by the Chair with approval of the Executive committee.

The Chair-elect, upon completion of the term of office, shall automatically become Chair for the subsequent term, and shall be ineligible for re-election to either office. The Chair, upon completion of the term as Chair, automatically become Past Chair for one term.

In the event the Chair is unable to complete the full term of office, the Chair-elect 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 Chair-elect is unable to complete the term of office and succeed to the office of Chair, the Executive Committee shall appoint an acting Vice Chair to serve until the next election, at which time both a Chair and a Chair-elect shall be elected. Vacancies in the office of Secretary, Treasurer, Delegate-at-Large, and other officers except Past Chair 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; oversee 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 House 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 Chair-elect, or Vice Chair, in the absence of the Chair, shall preside at 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 Society; keep the minutes of the state society's meetings and send a copy to the Executive Vice President*; conduct correspondence; announce meetings; send agenda 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 and amendment to these bylaws.

The Treasurer or another officer directed by the Executive Committee shall act as custodian of the state society's accounting 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 the Chair. The Treasurer 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 and state 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.

The Delegate-at-Large shall assist the Chair as requested by the Chair or the Executive Committee.

The Chapter Affairs Officer shall represent the Chair in affairs of Chapter liaison as directed by the Chair and to monitor the conduct of Chapter programs.

ARTICLE 7: ELECTIONS

Election of officers shall be by letter 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 mail ballot.

The Secretary shall determine whether all nominees are voting members in good standing, eligible to hold state society office, and 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 mail or provide for mailing a letter 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 a return envelope addressed to the Secretary, someone designated by the Secretary, or the Tellers Committee.

The outcome of all elections shall be determined by plurality or simple majority of those voting. In the case of a tie vote, a run-off election shall be held within one month. 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 COMMITTEE

Standing Committees, of at least three voting members each, of the state society shall include the Executive, Membership, Annual Meeting, Policy-Legislative, Communications, Education, Continuing Education Certification, Nominating, Tellers, Forest Sciences, and Auditing Committee. The Chair of the state society, with the approval of the Executive Committee, shall appoint a Chair and members of standing committees, except as otherwise specified for the Executive Committee. The Chair of the state society serves as ex-officio member of each committee.

A quorum of any committee shall be more than half its members in person or by proxy, and may conduct business through a plurality of those voting.

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 Chair of each chapter, the Chair of each standing or authorized committee, other appointments, the Chair of the Oregon Society of American Foresters Foundation and the Forest Science Coordinator. 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 Executive Committee shall adopt a charter for each of the other committees, outlining the objectives, organization and activities of the committee.

Each incoming Chair shall recommend to each new Executive Committee at its first meeting additions, deletions and changes in committee charters. Action on any charter, however, may be taken at any Executive Committee meeting. The Committee shall fill by appointment the unexpired term of any Executive Committee member except the Chair of any Chapter; approve or disapprove proposed appointments 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 Executive 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 of the 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. The Vice Chair may serve as Chair of the Committee. In cooperation with a staff member of the National Society designated by the Executive Vice President, the Committee shall actively promote membership in the Society, and coordinate recruitment activities of chapters and play an active role in improving member services at the local level.

C. ANNUAL MEETING COMMITTEE

The Annual Meeting Committee shall consist of members of the Annual Meeting host Chapter and shall operate in accordance with the Committee charter. The Annual Meeting Committee Chair shall be appointed by the state society Chair with the approval of the Executive Committee. 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. In addition, other special meetings as may be deemed desirable by the Executive Committee shall be arranged by a SPECIAL PROGRAM COMMITTEE as may be appointed.

D. POLICY-LEGISLATION COMMITTEE

The Policy-Legislation Committee shall operate in accordance with the Committee charter, Society Forest Policies, and National Society Bylaws II A-M. This Committee and a staff member of the National Society designated by the Executive Vice President shall work in cooperation with other. The Committee shall review and keep state society members informed of pending or proposed legislation. It shall be responsible for reviewing Forest Policy, 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.

E. COMMUNICATIONS COMMITTEE

The Communication Committee shall operate in accordance with the Committee charter, and Society Bylaw II-N. 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 communication efforts within the society and with other organizations; shall encourage the dispersal of information to gain public awareness and understanding of forestry and the forestry profession.

F. EDUCATION COMMITTEE

The Education Committee shall operate in accordance with the Committee charter. This Committee and a staff member of the 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 educational 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 educational activities for forestry professionals.

G. NOMINATING COMMITTEE

The Nominating Committee shall operate in accordance with the Committee charter. This Committee shall nominate from eligible state society members at least two candidates for each elective office and obtain agreement to serve if elected from each nominee, and send the nominations and agreements to serve to the Secretary or other officer by September 1. If, for any reason, a nominee is found by the Secretary to be ineligible, the Nominating committee shall provide another nomination by September 15.

H. TELLERS COMMITTEE

The Tellers Committee shall consist of the Secretary and two other voting members and shall operate in accordance with the Committee charter. This Committee shall assemble at the time and place set by the Secretary to count ballots and shall certify the results of elections as provided for in Article 7: ELECTIONS.

I. AUDITING COMMITTEE

The Auditing Committee shall operate in accordance with the Committee charter. The Chair-elect may serve as Chair of the Committee. This Committee, at the conclusion of the fiscal year, shall inspect the financial records of the Treasurer. The Committee shall certify the accuracy of the financial statements prepared by the Treasurer and shall report the result of the audit to the Chair and the membership.

J. CONTINUING EDUCATION CERTIFICATION COMMITTEE

The Continuing Education Certification Committee shall consist of four semi-permanent members who may be reappointed annual, with the Education Committee Chair serving as Chair of the Committee. East side and West side state locations shall be represented by the committee. This Committee shall administer the program of certification of continuing education and shall operate in accordance with the Committee charter.

K. FOREST SCIENCES COMMITTEE

The Forest Sciences Committee shall consist of the Forest Science Coordinator as Chair, and two other members appointed by the Chair of the state society. This Committee shall provide communication between the scientists, working groups, and the state society; shall organize working groups that will contribute to program and policy development at the state society and chapter levels; and shall contribute to continuing education programs that are developed by the Education Committee.

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

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 Society Bylaws.

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

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

ARTICLE 10: CHAPTERS'

A. CHARTERS. A Chapter 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 side 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 an elected Chair, an elected Chair-elect, 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 Society and shall be resident 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 shall 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 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 bylaws and amendments thereto, and shall report to the Chair and Executive Vice President at least once a year on the proceedings of the Chapter actions or recommendations of a chapter on Society Affairs will be transmitted to the state society for recommendation to the Council.

Chapters shall have the following standing committees which shall be reported to the state society Chair and state Secretary by February 1 each year:

- Executive Committee
- Education Committee
- Membership Committee
- Nominating Committee
- Program Committee
- Tellers Committee
- Policy-Legislation Committee
- Auditing Committee
- Communications Committee
- Other such committees as may be found necessary

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 technical training program, or upon written petition of 15 or more voting members.

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

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

Other state society members employed by an institution having a student chapter may become an associate member of the student chapter.

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 fifty 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 pertaining to state society policy shall be presented at the business meeting for discussion and, if approved by a majority vote, shall be submitted to all voting members by ballot, except as provided in the Society Bylaws II A-M. All ballots must be returned to the Secretary, someone designated by the Secretary, or the Tellers Committee for counting within six weeks. A two-thirds 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 mail 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 by letter ballot. Such ballots 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 but in no case less than 10 of the voting members of the state society. Ballots shall be mailed and 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

mail ballot of voting members. Amendments 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 will be audited and allocated to the new state society in proportion to the percentage of 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 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(c) (3) of 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 on July 30, 1991.

Article 6 amended by Executive Committee emergency action June 3, 1994, changing fiscal year-end to December 31 to correct conflict with Society Bylaw V-P.

Article 11 amended by Executive Committee emergency action October 19, 1994, to require a two-thirds majority of votes cast on positions pertaining to state society policy as required by Society Bylaw II.

Article 4 DUES increased to twenty (20) dollars per year by ballot June 24, 1996.

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*The term "state society" used herein applies to the Oregon Society of American foresters. The term "the Society" refers to the national Society of American Foresters. The term "Executive Vice President" used herein applies to the Executive Vice President of the Society.

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