

ORGANIZATIONAL BYLAWS
OF THE
ALABAMA DIVISION
SOUTHEASTERN SOCIETY OF AMERICAN FORESTERS

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Prepared by the
2006 Bylaws Committee
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1. Organization Name; Objectives; Conflict

- 1.1. The Name of this organization shall be the Alabama Division of the Southeastern Society of American Foresters, as provided in Article VI of the Constitution of the Society of American Foresters.
- 1.2. The Objectives of this organization shall be:
 - To advance the science, technology, education, and practice of professional forestry within the State of Alabama and in the United States at large.
 - To use the knowledge and skills of the profession to benefit society.
 - To provide an opportunity for better liaison between individual members, Division representatives, and the parent Society.
 - To advance the status of forestry as a profession.
- 1.3. Should any Conflict be construed between the language of these Bylaws and the language of the SAF Constitution or Bylaws and/or Southeastern Society Constitution or Bylaws, the SAF Constitution or Bylaws and/or Southeastern Society Constitution or Bylaws shall be given precedence. Moreover, should any conflict be so construed, the Division Bylaws Committee shall promptly consider the issue and submit its recommendation to the Division Executive Committee at its next regular meeting.

2. Activities Limited to Exempt Purposes

- 2.1. Division Earnings; Compensation
 - 2.1.1. No part of the net earnings of the Division shall inure to the benefit of, or be distributable to, its members, trustees, Officers, or other private persons except that the Division shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the Objectives set forth in [§1.2](#).

2.2. Limitation on Activities

- 2.2.1. No part of the net earnings of the Division shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the Division shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the Objectives set forth in [§1.2](#).
- 2.2.2. No substantial part¹ of Division activities shall include the carrying on of propaganda or otherwise attempting to influence legislation. Furthermore, neither the Division, nor any Member acting on behalf of the Division, shall endorse or oppose a particular candidate for public office, or materially participate (including the publishing or distribution of statements) in an election campaign on behalf of any candidate for public office. In the case of a written request from a governmental body, committee, or subdivision, the Division shall provide such technical advice and assistance as deemed appropriate by the Division Executive Committee.
- 2.2.3. Notwithstanding any other provision of these articles, the division 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 1954² or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954².

3. Membership

3.1. Requirements for Membership

- 3.1.1. Membership in the Division shall be open to all Members in good standing of the Society of American Foresters who, by virtue of residence or employment, have established the geographical area of this Division as their Local Division.

¹ Greater than five percent (5%) of the Division annual budget

² Or the corresponding provision of any future United States IRS regulation

- 3.1.2. The geographical area of this Division shall be the State of Alabama, USA.
- 3.1.3. Membership in this Division shall become effective upon receipt of dues as set forth in [§4](#).
- 3.1.4. An individual can be a voting Member in his or her local Division only, but may become an associate, non-voting Member of any other Division and/or State Society.

3.2. Requirements to Vote and Hold Office

- 3.2.1. Only Members in good standing, who have established this Division as their Local Division, and are Members of the parent Society, may vote and hold Office in the Division.

4. Dues

- 4.1. Any member who transfers to the Division from another Division or State Society, and who paid annual dues to the former Division or State Society for the year in which transfer occurred, shall not be required to pay additional dues to this Division during the year of transfer, but shall be considered a Member in good standing for the remainder of the Membership year.
- 4.2. New members (not transferring from another Division or State Society) who join during the Membership year shall pay prorata dues, beginning with the quarter in which their Membership begins.
- 4.3. Members who have not paid National and State Society dues by March 1 shall be notified that they are no longer in good standing, and are thus ineligible to vote, to receive Society publications, to be a candidate for office, or to hold office until said dues are paid.

5. Officers: Eligibility, Vacancies, Terms

- 5.1. Elected Division Officers shall include [Chair](#), [Chair Elect](#), [Secretary](#), and [Treasurer](#). Non-elected Officers shall be appointed by the Chair with approval of the Division Executive Committee.

5.2. Eligibility

- 5.2.1. Eligibility requirements for holding Office in the Division are described in [§3.2.1](#). Once elected, Members may continue to hold Office only so long as they maintain [voting Member](#) status and maintain this Division as their Local Division.

5.3. Vacancies

- 5.3.1. 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 his or her full term as Chair. In this event the Division Executive Committee by a majority vote shall appoint a replacement Chair Elect, who shall assume the duties of the vacant Office until the next regular election of Officers.
- 5.3.2. In the event the Chair Elect is unable to complete his or her term of Office and promote to the Office of Chair, the Division Executive Committee shall appoint a replacement to serve until the next election, at which time both a Chair and Chair Elect shall be elected.
- 5.3.3. Vacancies in the Office of the Secretary or Treasurer shall be filled by a majority vote of the Division Executive Committee.

5.4. Terms

- 5.4.1. The term of Office for Chair, Chair Elect, and Secretary shall be for one year beginning on January 1st of the year following election.
- 5.4.2. The term of Office for Treasurer shall be for two years beginning on January 1st of the year following election.
- 5.4.3. All terms shall begin on January 1st and end on December 31st.

6. Officers: Duties and Responsibilities

6.1. Chair

- 6.1.1. The Division Chair shall be responsible for developing and continuing Division activities during his or her term of Office and for ensuring that all Division activities are in accordance with, and serve to promote, the [Division Objectives](#).
- 6.1.2. The Division Chair shall preside at Division meetings; serve as Chair of the Division Executive Committee and *ex officio* Member of all other committees; oversee the business affairs of the Division; appoint standing committees and other special committees as authorized and approved by the Division Executive Committee; and perform all other duties commonly incident to such Office.
- 6.1.3. The Division Chair shall, at the first regular meeting of the Division Executive Committee, present a list of recommended changes to Committee Charters, if any, in accordance with [§8.4.1.3](#).
- 6.1.4. Upon completion of term the Division Chair shall remit to the Historian all documents relating to Division business conducted the preceding year, in a format appropriate for Division archives.
- 6.1.5. Upon completion of term the Division Chair shall serve as Chair of the [Nominating Committee](#) for a period of one year.

6.2. Chair Elect

- 6.2.1. The Chair Elect, in the absence of the Chair, shall preside at Division meetings and act for and assist the Chair in conducting Division affairs as may be requested by the Chair.
- 6.2.2. The Chair Elect shall also serve as Chair of the Membership Committee as described in [§8.4.2](#), *et seq.*
- 6.2.3. The Chair Elect, upon completing the term of Office, shall promote to Chair for the subsequent term.

6.3. Secretary

- 6.3.1. The Secretary shall be responsible for keeping minutes of Division meetings and Division Executive Committee meetings; preparing and distributing Division correspondence; announcing Division meetings to the Membership; making available to the Membership minutes of the previous meeting; giving a verbal report at all meetings of the minutes of the previous meeting; administering elections and referendums; and performing such other duties as may be assigned by the Division Executive Committee or Division Chair.
- 6.3.2. The Secretary shall also coordinate with the Membership Committee Chair (Division Chair Elect) regarding maintenance of Membership records in an electronic database, to facilitate swift and efficient distribution of Division news and election/referendum ballots to the Membership.
- 6.3.3. The Secretary shall also coordinate with the [Nominating Committee](#) regarding the deadline for submission of nominations for candidates for Office, and shall also notify the Membership regarding the deadline for at large nominations.
- 6.3.4. The Secretary shall serve on the [Public Affairs Committee](#).
- 6.3.5. The Secretary shall chair the [Tellers Committee](#).
- 6.3.6. The Secretary shall coordinate with the Historian regarding the format for submitting the previous year's records to the Division archives.

6.4. Treasurer

- 6.4.1. The Treasurer shall act as custodian of Division financial accounts; receive and disburse all monies on behalf of the Division; prepare and present at the annual Division meeting a written report of the Division's financial activities, including an income and expense statement for the year's operations and balance sheet as of fiscal year end.

- 6.4.2. Upon annual certification by the Auditing Committee, the Treasurer shall submit to the Division Chair and the Southeastern Society Chair copies of all financial statements. In addition, the Treasurer shall annually send to the Southeastern Society Chair all information required by Internal Revenue Service Form 990, and if the Division has unrelated business income, Internal Revenue Service Form 990T. In the event the Internal Revenue Service changes its reporting requirements, the Treasurer shall provide the Southeastern Society Chair with any additional information and/or forms that may be required.
- 6.4.3. The Treasurer shall also administer, with the advice and consent of the Division Executive Committee, disbursement of annual [Chapter stipends](#). Disbursement of stipends to a Chapter shall be contingent upon receipt from the Chapter Chair a letter indicating how the stipend is to be used and, if a stipend was received the previous year, whether the money received was used for the purpose intended.
- 6.4.4. The Treasurer shall serve as a member of the [Auditing Committee](#).
- 6.4.5. The Immediate Past Treasurer shall serve as Chair of the [Auditing Committee](#).

7. Elections

7.1. Nominations

- 7.1.1. The [Nominating Committee](#) shall submit nominations to the Division Chair and Secretary not less than two weeks prior to ballot distribution date. The Nominating Committee shall confirm that all nominees are [voting Members](#) and that all nominations are accepted by the nominees.
- 7.1.2. Nominations submitted by the Membership at large must be for [voting Members](#) and must be presented to the Secretary not less than two weeks prior to ballot distribution date.

7.2. Ballots

- 7.2.1. Election of Officers shall be by ballot. Ballots shall be distributed to [voting Members](#) not less than sixty days prior to the annual Division meeting. Ballots shall include a space for write-in candidates.
- 7.2.2. Ballots shall include a list of Offices to be filled, an alphabetical listing of candidates for each Office, the deadline for receiving marked ballots, and a brief, factual professional biography of each candidate.

7.3. Election Results

- 7.3.1. The outcome of all elections shall be determined by a simple majority. Ballots shall be counted by the Tellers Committee, which shall promptly certify election results to the Division Chair and Division Executive Committee.
- 7.3.2. Once election results have been certified to the Division Chair and Division Executive Committee, the Secretary shall notify the candidates of the results, as well as the Southeastern Society Chair.
- 7.3.3. Once the candidates have been notified of the election results, the Secretary shall notify the Membership as soon as possible.
- 7.3.4. In the event of a tie, the Secretary will notify the tied candidates and prepare a second ballot for distribution as soon as possible.
- 7.3.5. Ballots shall be counted by December 1st. Election results will be reported to the National office not later than December 8th.

8. Committees

- 8.1. Standing Committees of the Division shall include [Executive](#), [Membership](#), [Legislative and Forest Policy](#), [Forestry Registration and Licensing](#), [Public Affairs](#), [Nominating](#), [Tellers](#), [Auditing](#), [History](#), and [Awards](#).
- 8.2. The Division Chair, with approval of the Division Executive Committee, shall appoint members of all Standing Committees except the Division Executive Committee and Membership Committee.

8.3. All committee proceedings shall be governed by and conducted in accordance with the latest revised edition of *Roberts Rules of Order*.

8.4. The Charters for all committees, except the Division Executive Committee, shall be described in separate documents. The Division Executive Committee Charter is described in §8.4.1 below.

8.4.1. Division Executive Committee

8.4.1.1. The Division Executive Committee shall include the Division Chair, Division Chair Elect, Secretary, Treasurer, immediate past Division Chair, and Chapter Chairs. Appointed Committee Chairs shall serve in an *ex officio* capacity. The Division Chair shall serve as Chair of the Division Executive Committee.

8.4.1.2. The Division Executive Committee shall give general supervision to the affairs and interests of the Division and its contacts with the Southeastern Society and the Parent Society, control the expenditure of all Division funds, and approve the date, place, and program of all Division meetings.

8.4.1.3. The Division Executive Committee shall authorize and approve Charters for all Committees excepting itself. Committee Charters shall be in the form of a written document that establishes the franchise for a Committee; sets forth its Objectives and composition; lists the Offices and terms of Office; and lists all duties, rights, responsibilities, and privileges necessary to meet Committee Objectives. Each incoming Division Chair shall recommend to each new Division Executive Committee, at its first regular meeting, any additions, deletions, or changes in Committee Charters he or she deems appropriate. Action on Charters, however, may be taken at any meeting of the Division Executive Committee.

8.4.1.4. The Division Executive Committee shall have the authority to fill, by appointment, the unexpired term of any Division Executive Committee Member or Division Officer.

- 8.4.1.5. The Division Executive Committee shall advise the Chair on all matters he or she presents to the Committee; and shall act for the Division on urgent matters that require immediate action in the interim between Division meetings.
- 8.4.1.6. Upon receipt of a written petition signed by two percent but in no case less than 10 of the voting members, any action of the Division Executive Committee shall be submitted to a referendum vote by the Division.
- 8.4.1.7. The business of the Division Executive Committee may be transacted by teleconference or by postal or e-mail ballot; however at least one assembled meeting of the Division Executive Committee shall be held annually.
- 8.4.1.8. The Division Executive Committee shall have exclusive authority to approve Position Statements submitted by the Legislative and Forest Policy Committee.

8.4.2. Membership Committee

- 8.4.2.1. The Membership Committee shall be chaired by the Division Chair Elect and shall include the Division Secretary, all Chapter Chairs, and two other [voting Members](#) appointed by the Division Chair. Members of this Committee shall be Fellows and/or Members of the Parent Society.
- 8.4.2.2. The Membership Committee shall in accordance with its Charter:
 - Actively promote SAF membership among non-member foresters; and
 - Coordinate Chapter activities designed to recruit and advance Division Membership among SAF member foresters.

8.4.3. Legislative and Forest Policy Committee

8.4.3.1. The Legislative and Forest Policy Committee shall include four [voting Members](#) appointed by the Division Chair.

8.4.3.2. The Legislative and Forest Policy Committee shall in accordance with its Charter:

- Inform Division Members of proposed or pending legislation and/or governmental regulations that directly affect the forestry community;
- Review existing and emerging forest policy issues and prepare Position Statements regarding those issues;
- Develop Position Statements on other issues as recommended by the Division Executive Committee;
- Make recommendations to the Division Executive Committee for the modification, reaffirmation, or termination of existing Position Statements; and
- Work cooperatively with the appropriate Committee of the Southeastern Society.

8.4.4. Forestry Registration and Licensing Committee

8.4.4.1. The Forestry Registration and Licensing Committee shall include those Members who have held the Office of Division Chair during the preceding five years, and shall be chaired by the Member who first served as Division Chair. The current Division Chair shall serve in an *ex officio* capacity.

8.4.4.2. The Forestry Registration and Licensing Committee shall in accordance with its Charter:

- Submit to the Division Chair the names and biographical sketches of three candidates for each vacancy occurring on the Alabama State Board of Registration for Foresters, with copies to the Board;
- Advocate and promote the registration of all foresters practicing within the geographical area of the Division; and
- Serve as liaison between the Division and the Alabama State Board of Registration for Foresters.

8.4.5. Public Affairs Committee

8.4.5.1. The Public Affairs Committee shall be chaired by the Public Affairs Officer and shall include the Division Secretary and at least one other [voting Member](#).

8.4.5.2. The Public Affairs Committee shall in accordance with its Charter:

- Advocate and promote the Division to the general public;
- Ensure proper media coverage of Division activities;
- Prepare official communications between the Division and other organizations; and
- Work cooperatively with the appropriate Committee of the Southeastern Society.

8.4.6. Nominating Committee

8.4.6.1. The Nominating Committee shall be chaired by the Division Immediate Past Chair and shall include at least three other [voting Members](#).

8.4.6.2. The Nominating Committee shall in accordance with its Charter:

- Nominate from among eligible Division Members at least two candidates for each elective position to be filled;
- Obtain acceptance of nomination from each nominee;
- Submit a written report to the Division Chair and Secretary listing all accepted and declined nominations.

8.4.7. Tellers Committee

8.4.7.1. The Tellers Committee shall be chaired by the Secretary and shall include two other [voting Members](#).

8.4.7.2. The Tellers Committee shall in accordance with its Charter:

- Assemble, at a time and place set by the Secretary, to count ballots; and
- Certify election results to the Division Chair and Division Executive Committee.

8.4.8. Auditing Committee

8.4.8.1. The Auditing Committee shall be chaired by the Immediate Past Treasurer and shall include the current Treasurer and one other [voting Member](#).

8.4.8.2. The Auditing Committee shall in accordance with its Charter audit the financial records of the Division and report audit results to the Division Executive Committee.

8.4.9. History Committee

8.4.9.1. The History Committee shall be chaired by the Historian and shall include two other [voting Members](#).

8.4.9.2. The History Committee shall in accordance with its Charter:

- Identify forestry-related events of significant historical value that occur within the Division's geographical area;
- Submit recommendations to the Division Executive Committee regarding the inclusion of such events in the Division Archives;
- Upon approval of the Division Executive Committee, prepare or obtain documentation of such events and record in the Division Archives;
- Receive approved documents from other committees for recording in the Division Archives;
- Advise committees and Members on the proper format for submitting documents for recording in the Division Archives; and
- Conserve the Division Archives located in the Ralph Brown Draughton Library, Auburn University, Alabama.

8.4.10. Awards Committee

8.4.10.1. The Awards Committee shall consist of the chairs of the following Sub-Committees:

- Meritorious Service Award
- Hall of Fame Award
- Outstanding Young Forester Award

8.4.10.2. The Sub-Committees charged with conferring said Awards shall each act in accordance with its own Charter.

8.4.11. Special Committees

8.4.11.1. The Division Chair, with the advice and approval of the Division Executive Committee, may create additional Special Committees and appoint members thereto on an *ad hoc* basis.

8.4.11.2. Any Special Committees so created must first have in place a Charter drafted in accordance with [§8.4.1.3.](#) before Committee activities may commence.

8.4.11.3. Special Committees may include, but are not limited to, Programs, Education, Bylaws, Development Fund, and Chapter Alignment.

9. Chapters

9.1. Chapters may be authorized by the Division Executive Committee upon written petition of fifteen or more voting members in the proposed Chapter area and in consultation with the Chapter Alignment Committee.

9.1.1. The boundaries of a Chapter shall be established by the Division Executive Committee in consultation with the Chapter Alignment Committee.

9.1.2. The authorization for a Chapter may be rescinded by the Division Executive Committee on good reason or upon the affirmative vote of at least 10 members of the Council. Chapters shall hold at least one meeting each fiscal year to retain their authorization.

9.1.3. Chapter meetings shall not be scheduled to conflict with the annual meetings of SAF, the Southeastern Society, or the Alabama Division.

9.2. Chapter Officers shall include a Chair and Chair Elect, with other Officers elected or appointed at the discretion of the Chapter. Chapter Officers shall be [voting Members](#) of the Division.

9.3. Any Chapter may, at its discretion, adopt Chapter Bylaws to govern its administration. Chapter Bylaws shall be subject to approval of the Division Executive Committee. No provision of any Chapter Bylaws shall conflict with these Bylaws, the SAF Constitution or Bylaws, and/or the Southeastern Society

Constitution or Bylaws. Chapters Bylaws are optional and shall not be required of any Chapter.

- 9.4. Chapter Chairs shall remit to the Division Secretary not less than 10 days prior to the annual Division meeting a written report of Chapter activities for the preceding year. The Chapter Chair shall also present, or arrange for another Chapter Member to present, a verbal report of Chapter activities at the annual Division meeting.
- 9.5. Any Chapter may, at its discretion, request an annual stipend from the Division to subsidize Chapter activities. Requests for stipends shall be made in writing in accordance with [§6.4.3](#).

10. Annual Division Meetings

- 10.1. Annual Division meetings shall not be scheduled to conflict with the annual meetings of SAF or the Southeastern Society.
- 10.2. The date(s), location, and schedule of activities for annual Division meetings shall be determined by the Programs Committee with the approval of the Division Executive Committee.
- 10.3. At least one Division Business meeting attended by not less than five percent of [voting Members](#) shall be held each year to consider issues of sufficient importance to require deliberation by the membership at large.
- 10.4. Business meetings may be held separately or in conjunction with the annual Division meeting. Should a Business meeting be held separately from the annual Division meeting, the Secretary shall notify the Membership not less than thirty days in advance of said Business meeting.
- 10.5. Resolutions pertaining to Division policy shall be presented at the Business meeting for discussion and, if approved by a majority vote, shall be submitted by ballot to all [voting Members](#). A simple majority shall be required for a resolution to be adopted. All resolutions thus adopted shall be conveyed to the Division Executive Committee for appropriate action.

- 10.6. Other Division meetings, as needed, shall be scheduled by the Division Chair with approval of the Division 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 members present at Division meetings.
- 10.7. Important business matters that cannot be delayed until the next business meeting may be submitted to the voting membership by ballot.

11. Recall

- 11.1. Any Division or Chapter Officer may be removed from Office by reason of misconduct, incompetence, or neglect of duty, provided such removal is approved by a two-thirds affirmative vote of all [voting Members](#) of the Division or Chapter. Referendums for removal may be initiated by the Division Executive Committee on its own volition or upon receipt of a written petition setting forth the points of contention signed by at least two percent (2%) but in no case less than 10 of the voting Members of the Division or 3 of the voting Members of the Chapter.

12. Amendments of Bylaws

- 12.1. Amendments to these Bylaws may be proposed by the Division Executive Committee or upon receipt of a written petition, submitted to the Division Chair, containing the signatures of at least two percent (2%) but in no case less than 10 of the [voting Members](#). Upon approval by the Division Executive Committee, proposed amendments to these Bylaws shall be submitted to the Southeastern Society and National Office for authorization. Upon receipt of authorization by the Southeastern Society and National Office, the proposed amendments shall be submitted by ballot to all voting Members. Proposed and authorized amendments to these Bylaws shall be incorporated herein upon a two-thirds affirmative vote of the members voting.
- 12.2. In the event changes to these Bylaws are required by SAF or SESAF due to changes in SAF/SESAF Constitutions and/or Bylaws, the Division Executive Committee may authorize such changes.

13. Dissolution

13.1. Division assets belong to the Division membership as a whole. In the event the Division is divided or merged with another Division, the Division assets shall be audited and allocated to the new Division(s) in proportion to the percentage of the voting members transferred. Upon dissolution the Executive Committee shall:

- Pay or make provision for payment of all Division liabilities;
- Transfer remaining Division assets to the Southeastern Society and/or non-profit organization(s) which shall, at the time of transfer, qualify as tax-exempt under Section 501(c)(3) of the Internal Revenue Code of 1954³.

³ Or the corresponding provision of any future United States IRS regulation