

BYLAWS
Granite State Division (GSDSAF) of the New England Society of American Foresters
(Proposed for adoption by Referendum ballot, October, 2020)

Article 1 – Name and Objectives

Section 1

This organization is a unit of the Society of American Foresters (the Society or SAF), and the New England Society of American Foresters (NESAF or the State Society) and shall be known as the Granite State Division of the New England Society of American Foresters (GSDSAF).

Section 2

The objectives of the Granite State Division shall be the same as those of the Society.

- 1) To advance the science, education, technology, and practice of forestry; to enhance the competency of its members; to establish professional excellence; to ensure the continued health and use of forest ecosystems; and the present and future availability of forest resources 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

Section 1

No part of the net earnings of the Granite State Division shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons. The Granite State Division, however, 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 1, Section 2 of these Bylaws.

Section 2

No substantial part of the activities of the Granite State Division shall be used to influence legislation. The Granite State Division shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

Section 2.1.

Executive Committee members or Committee chairs may testify on legislation affecting forestry issues in New Hampshire only if the issues under consideration are covered by written position statements formally adopted by the Granite State Division, State Society (NESAF), or the Society. In the case of a written request from a governmental body, committee, or subdivision, the Granite State Division can, based on consensus of the Executive Committee, provide technical assistance and advice.

Article 3 – Membership

Section 1

The membership of the Granite State Division shall consist of members of the Society as provided for in the Society's Bylaws and who are residents of or whose primary professional work occurs within the state of New Hampshire.

Section 2.

Voting members, as defined in the Society's Bylaws, in good standing in the Granite State Division, shall be entitled to vote on any question before the Granite State Division. Other Society members may attend any meeting of the Granite State Division and take part in the discussions but shall have no vote. Members of any Granite State Division student chapter shall also be entitled to vote on any question before the Granite State Division.

Section 3.

Membership in the Granite State Division may be terminated by (1) voluntary resignation, (2) failure to pay dues, (3) expulsion from the Society for nonprofessional conduct, (4) transfer of domicile to another division or State Society (NESAF) or (5) death.

Section 4.

Annual membership dues in the Granite State Division shall be determined by majority vote of the Division Members at any regular business meeting when a quorum is present. With the exception of Student Members, who shall not be assessed, dues shall be collected by the Society concurrently with the collection of SAF and NESAF dues and transmitted to the Secretary/Treasurer of the Granite State Division via the Treasurer of the State Society (NESAF).

Section 5.

No member shall be entitled to a return of fees or dues upon discontinuance of membership.

Article 4 – Meetings

Section 1

The Granite State Division shall hold an annual membership meeting on a date and at a place designated by the Granite State Division Executive Committee. The Executive Committee shall provide at least thirty (30) days' notice of the meeting to the membership stating the nature of the business to be undertaken. The meeting shall not conflict with NESAF's or the Society's annual membership meeting.

Section 2

At least one business meeting shall be held during the year to consider business of enough importance to require careful consideration by the membership at large. Business meetings may be held separately or in conjunction with a meeting of the Granite State Division. Quorum of these meetings is defined as those voting members in attendance.

Section 3.

Other meetings as needed shall be scheduled by the Chair, with the approval of the Executive Committee, and may be open to other interested persons for the exchange of ideas on subjects of interests to the profession of forestry. Resolution of gratitude, regret and other non-policy matters may

be adopted by a majority vote of those present at these meetings.

Section 4.

Important business matters that cannot be delayed until the next business meeting may be submitted to the voting membership by electronic and/or paper ballot.

Section 5

All meetings shall be conducted according to parliamentary rules set by the Executive Committee consistent with the latest published edition of Robert's Rules of Order.

Article 5 - Chapters

Section 1.

A Chapter within the Granite State Division 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 constituted. The boundaries of a Chapter shall be established by the Executive Committee. Chapters shall comply with SAF, NESAF, and Division Bylaws. A Chapter may adopt Bylaws for its governance, subject to approval by the Division and NESAF executive committees.

Section 2.

A Student Chapter may be authorized within the Granite State Division by the Executive Committee upon written petition of 15 or more Student Members at an institution offering an SAF-accredited or candidate for accreditation degree program, or upon written petition of 15 or more Granite State Division voting members. A Student Chapters shall be composed of Student Members enrolled at the institution. Student Chapter officers shall serve for the school year. Chairs of student chapters are considered voting members of the Granite State Division Executive Committee.

Article 6 – Officers Descriptions and Responsibilities

Section 1.

The officers of the Granite State Division shall include a Chair, Chair-Elect, an Immediate Past Chair, a Secretary, a Treasurer, a representative to the State Society (NESAF) Executive Committee, and such other officers as may be found necessary by the Executive Committee. Officers shall be members, in good standing, of the Society, State Society (NESAF), and the Granite State Division for the duration of their terms.

Section 2. Terms of office shall commence on January 1 following election and terminate on December 31 following election of or assumption of position by the superseding officer. Terms of office are for one year.

Section 3.

The Chair shall serve as the chief executive officer and is responsible for providing leadership and direction through the Granite State Division Executive Committee. The Chair shall preside at meetings, serve as chair of the Executive Committee, appoint members of such committees as may be established by the Executive Committee, and perform all other duties incident to the office. The Chair shall succeed to this office from the office of Chair-Elect.

Section 4.

The Chair-elect shall be elected by the membership for three consecutive officer's terms without eligibility for reelection as follows: Chair-Elect, Chair, Immediate Past-Chair. If the Chair is absent or unable to serve, the Chair's duties shall be performed by the Chair-Elect. If the Chair resigns or is unable to serve, the Chair-Elect shall succeed as Chair to serve the remainder of the term, as well as serving the next term as Chair. If both the Chair and Chair-Elect resign or are unable to serve, the Executive Committee shall appoint a Chair Pro Tempore from present or past members of the executive committee to serve until a new Chair and Chair-Elect are elected at the next general election and take office, or until the Chair or Chair-Elect is able to resume those duties.

Section 5.

The Immediate Past-Chair shall serve one term, having succeeded to that office from the office of Chair.

Section 6.

The Secretary shall be elected by the membership for a one-year term. The Secretary can be elected for successive terms. The Secretary is responsible for keeping an accurate account of the proceedings of meetings of the Executive Committee and annual membership meeting and for authenticating the Granite State Division's records.

Section 7.

The Treasurer shall be elected by the membership. The Treasurer can be elected for successive terms. The Treasurer shall act as custodian of the Granite State Division's accounting records and accounts; receive and deposit all moneys and disburse all moneys authorized by the Chair or Executive Committee on behalf of the Granite State Division; and perform such other duties as may be assigned by the Executive Committee or the Chair. He/she/they shall prepare and present at the fall meeting and executive committee meetings a report of the Granite State Division's financial status, including an income and expense statement for the year's operations and a balance sheet as of the end of the fiscal year. The Division's fiscal year shall end on December 31st. Upon certification by the Auditing Committee, copies of the annual written report shall be submitted to the NESAF Chair and the Chair of the Granite State Division. The Secretary/Treasurer, in response to an annual request from the State Society (NESAF) Treasurer, shall provide all information required by the Internal Revenue Service for completing the State Society's (NESAF's) tax reporting.

Section 8.

The Representative to the State Society (NESAF) Executive Committee is elected, by members of Granite State Division, for a two-year term and may be elected to successive terms. The Representative serves as a liaison between the State Society (NESAF) and the Granite State Division.

Section 9.

In the event a position is vacant, another officer directed by the Executive Committee shall fulfill the duties of that position.

Section 10.

Upon petition stating reasoned cause signed by at least ten percent (10%) of the voting members or a two-thirds majority vote of the Granite State Division Executive Committee, any officer may be removed by a majority vote of those members voting in a recall election.

Article 7 – Elections

Section 1

Granite State Division officers as listed in Article 6 Section 1 shall be elected by Granite State Division members only.

Section 2

The outcome of all elections shall be determined by a plurality vote. In the case of a tie, a runoff election between the two highest vote totals shall be held within thirty (30) days.

Article 8 – Committees

Section 1

The Granite State Executive Committee shall consist of all elected officers outlined in Article 6 Section 1. The following are voting members of the Granite State Division Executive Committee (Chair, Chair-Elect, Immediate Past Chair, Secretary, Treasurer, State Representative to NESAF, Policy Committee Chair, Tree Farm Representative, Forestry Education Committee Chair, Science and Technology Committee Chair and Chairs of Student Chapters.

Section 2

The Executive Committee shall give general supervision to the affairs and interests of the Granite State Division and its contacts with the State Society (NESAF); shall control the expenditure of all funds; and approve the place, date, and program of all meetings. The Executive Committee shall fill by appointment the unexpired term of any Executive Committee member; approve or disapprove proposed appointments by the Chair; advise the Chair on all matters which the Chair presents; and act for the Granite State Division on urgent matters which require immediate action between meetings. The Executive Committee may oversee agreements with individuals or organizations for contract work that benefits the Granite State Division. All such agreements will be reviewed by the Executive Committee annually. Executive Committee business may be transacted by email ballot but at least one meeting shall be held annually. Five members of the Executive Committee, one of whom must be either the Chair or Vice Chair, shall constitute a quorum. A majority affirmative vote shall be required for passage of any question before the Executive Committee.

Section 3.

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 Granite State Division.

Section 4.

The Executive Committee may establish and terminate committees. The Executive Committee shall specify the function of the committees and set the terms of the chair and members. The Chair may establish and terminate task forces to conduct short-term, defined work. The Chair shall specify the function of the task forces. The Chair shall appoint all committee and task force chairs.

Article 9 – Amendments

Amendments to these bylaws may be proposed by the Executive Committee or upon written petition of at least 10 percent (10%) of voting members of the Granite State Division. Proposed amendments shall be

submitted to all voting members at least four weeks in advance of the date set for the amendment vote. Amendments shall require approval by two- thirds of the members voting.

Article 10 – Assets

Section 1

NESAF assets, which include assets of all its subunits, belong to NESAF members. In the event a Division separates from NESAF, the assets of NESAF, less each Division's restricted funds, will be audited and allocated to the new State Society (NESAF) unit in proportion to the percentage of the voting members transferred to the new unit. Restricted funds established at a Division and recognized by NESAF prior to the time of separation will be transferred in total to the new unit.

Section 2

In the event of the dissolution of a Chapter, subject to the approval of the Granite State Division Executive Committee, the Division executive committee shall audit the Chapter, pay or make provisions for paying its liabilities, and transfer its assets to the Division.

Section 3

In the event of the dissolution of Granite State Division the Executive Committee shall, after paying or making provision for the payment of all the liabilities of the Granite State Division, transfer its property, funds, and other assets to the New England Society of American Foresters.