

SOIL AND WATER CONSERVATION SOCIETY

Hawaii and Pacific Basin Chapter

BYLAWS

ARTICLE I – Name

Section 1. The name of this Chapter of the Soil and Water Conservation Society shall be the HAWAII AND PACIFIC BASIN CHAPTER, hereafter referred to as the Chapter.

ARTICLE II – Location and Area

Section 1. The headquarters of the Chapter shall be the address designated by the Chapter Executive Council.

Section 2. The STATE OF HAWAII AND THE PACIFIC BASIN shall be included in the area of the Chapter.

Section 3. Within the Chapter area, sections or subdivisions may be formed as provided under Article VI.

ARTICLE III – Objectives

Section 1. The objectives of the Chapter shall be the development and advancement of the science and art of good land use and management and the promotion of conservation of soil, water and related renewable natural resources, including without limitation, trees, grass, fish, wildlife and all other forms of beneficial plant and animal life, and for these purposes to employ education of the people and other appropriate means, to the end that humans may have the use and enjoyment of these resources forever.

ARTICLE IV – Membership

Section 1. Membership in the Chapter shall include persons holding membership in the Soil and Water Conservation Society (hereafter known as regular members) and others designated as “Friends of the Hawaii and Pacific Basin Chapter.”

Section 2. The classes of membership shall be the same as those of the National Society with the exception of the members designated “Friends of the Hawaii and Pacific Basin Chapter”.

Section 3. Upon payment of Chapter dues, such persons as qualify under Section 1 above as regular members shall acquire similar type membership in the Chapter.

Section 4. Annual dues for National Society and Chapter membership will be determined by the national board of directors.. Regular members shall pay both National Society membership and Chapter dues. "Friends of the Hawaii and Pacific Basin Chapter" members are required to pay only Chapter dues. Dues for regular members shall be paid to the Treasurer of the National Society. Members in arrears more than two months shall be declared delinquent and shall thereupon forfeit all privileges of regular membership until their dues are paid. Dues for "Friends of the Hawaii and Pacific Basin Chapter" shall be paid directly to the Chapter Treasurer. "Friends of the Hawaii and Pacific Basin Chapter" members in arrears more than two months shall be declared delinquent and shall thereupon forfeit all privileges of membership until their dues are paid.

ARTICLE V – Termination of Membership

Section 1. Regular membership in the Chapter will be terminated upon cessation of membership in the National Society, upon failure to pay Chapter dues which are delinquent, upon transfer to another Chapter, or upon voluntary resignation.

Section 2. "Friends of the Hawaii and Pacific Basin Chapter" membership will be terminated upon failure to pay Chapter dues which are delinquent, or upon voluntary resignation.

ARTICLE VI - Sections

Section 1. Sections of the Chapter may be authorized by the Chapter Executive Council upon written petition of five or more regular Chapter members or may be formed by the Chapter Executive Council by dividing the Chapter area into sub-areas.

Section 2. Any Section may, subject to the approval of the Chapter Executive Council, adopt such Bylaws as may be desired, provided that such Bylaws do not conflict with the Bylaws of the Chapter or the National Society

Section 3. Sections must hold at least one meeting each year to retain their authorization.

Section 4. The officers of each Section shall be regular members and include a Chairman, a Secretary, and such others as may be found necessary.

Section 5. Sections may establish such additional Section membership dues as are agreeable to its regular members and necessary for a Section program.

Section 6. Sections may be dissolved by a resolution requesting dissolution, passed by a majority of the Section's regular members and submitted for the approval of the Chapter Executive Council.

Section 7. The Chapter, through action of its Chapter Executive Council, shall have the right, for just cause, to rescind the authorization of any Section and to terminate its existence or include it with another Section.

ARTICLE VII – Officers

Section 1. The officers of the Chapter shall be only regular members and consist of a Past-President, President, President-Elect, Secretary-Treasurer, and three (3) Council members.

Section 2. A President-Elect shall be elected from the regular members each year and shall take office on January 1 for a three (3) year term; serving one (1) year as President-Elect, one (1) year as President, and one (1) year as Past-President. A Secretary-Treasurer shall be elected from the regular members in odd numbered years, and shall take office on January 1, for a two (2) year term. Council members will be elected for terms of 1, 2 and 3 years on the first election. Subsequent terms will be for 3 years. The officers shall perform the duties of their respective office until their terms expire, or circumstances prevent further service.

Section 3. The President shall have general responsibility for the affairs of the Chapter, shall preside at meetings and sessions of the Chapter Executive Council, and shall have charge of the election of officers. In the absence of the President, the President-Elect shall perform the duties of the President.

Section 4. The President-elect, in addition to performing the duties of the President in the absence of the President, shall serve as chairperson of the Membership Committee.

Section 5. The Secretary-Treasurer shall be responsible for the minutes of the Chapter Executive Council sessions and meetings, shall handle all Chapter correspondence, administer the Chapter treasury, and submit to the membership, annually, a financial report of the Chapter. A two-member committee shall be appointed by the President to audit the Chapter treasury annually.

Section 6. No compensation shall be paid to any elected or appointed.

ARTICLE VIII – Elections

Section 1. Candidates for the offices of the Chapter shall be nominated by the Nominating Committee provided under Article X – Section 1, with the provision that, in

addition, nominations may be submitted by written petition signed by a regular member in good standing.

Section 2. Before any candidate is nominated, it shall first be ascertained that he/she is willing to serve.

Section 3. Nominations shall be made not later than November 15, and the nominations submitted to the regular members for vote not later than December 15. Voting shall be by secret ballot. Ballots shall be returned to an Election Officer, to be named by the Nominating Committee, prior to a date established by the Chapter Executive Council in compliance with Article XI – Section 3, concerning transition from old to new officers. Ballots shall be delivered unopened to a committee for counting approved by the President. The candidate receiving a plurality of the votes cast for the office shall be declared elected. For the election to be valid one fourth of the regular members must participate in the election.

Section 4. The President shall appoint officers to fill unexpired terms until the next annual election.

ARTICLE IX – Executive Council

Section 1. The Chapter Executive Council shall consist of the Past-President, President, President-Elect, Secretary-Treasurer, and three (3) Council Members determined in accordance with the provisions of Article VIII. If the Chapter is subdivided into Sections, one regular member from each Section shall serve on the Chapter Executive Council.

Section 2. The Chapter Executive Council shall have the power to act on matters that arise between the annual meetings or regularly scheduled meetings and those that are not specifically and otherwise provided for in the Bylaws.

ARTICLE X – Committees

Section 1. A Nominating Committee for Chapter officers shall consist of a member of the Chapter Executive Council and two (2) members (who are not members of the Chapter Executive Council) appointed by the Chapter President. From the Nominating Committee, an Election Officer shall be named.

Section 2. The President may also appoint a Program and Activities Committee, a Membership Committee, and an Awards Committee, and such other Committees and representatives as are necessary to conduct the affairs of the Chapter. Such committees shall function during the term of office of the President or until their assignment is accomplished.

ARTICLE XI – Meetings

Section 1. Regular meetings of the Chapter shall be held at least once each year. The time and location of meetings shall be determined by the Chapter Executive Council with consideration for securing maximum membership attendance and transaction of essential business.

Section 2. Any members of the National Society and their guests may attend the meetings of the Chapter. Only regular members of the Chapter may vote or hold office in the Chapter.

Section 3. At least one meeting annually shall provide for activities and conduct of normal Chapter business, including appropriate annual reports from officers and committees, as well as plans for transition from old to newly elected officers. Technical papers presented at Chapter meetings should be made available for publication in the Journal of Soil and Water Conservation.

ARTICLE XII – Status and Dissolution

Section 1. The Chapter is a non-profit organization without capital stock, dedicated to the furtherance of conservation for the benefit of the general public and not for the monetary profit or gain of its members.

Section 2. This Chapter may be dissolved by a resolution requesting dissolution passed by a majority mail vote of the regular members, or by a majority vote of the regular members in a majority of the Sections comprising the Chapter at a meeting called for that purpose, providing notice of such action has been mailed to all regular members at least 60 days prior to closing date for mail ballots, or date of meeting if the vote is to be taken at a meeting.

Section 3. If dissolution is favorably acted upon in accordance with Section 2, the last Chapter Executive Council shall pay all just debts of the Chapter out of Chapter funds and transfer all remaining moneys and other assets to the National Society or to a non-profit organization with similar objectives. All records, correspondence, and other papers shall be forwarded to the National Society.

ARTICLE XIII – Adoption and Amendment of Bylaws

Section 1. Anything contained in the Bylaws adopted by the Chapter, deemed by the National Society to be in conflict with the Bylaws of the Soil and Water Conservation Society or any provision thereof, shall be void and of no effect after official notification.

Section 2. These Bylaws may be amended by majority vote of mail or electronic ballots or of Chapter members present at any scheduled meetings of the Chapter, providing notice of all proposed changes has been mailed to all members at least 30 days prior to the closing date for mail or electronic ballots, or date of the meeting if the vote is to be taken at a meeting. One fourth of the members must submit mail or electronic ballots or a quorum of one fourth of the members must be present to add, delete or amend Bylaws.

Section 3. Bylaws and amendments thereto shall be declared as being in effect upon receiving a majority of the votes cast by the members voting, and upon receiving approval by the National Soil and Water Conservation Society.