

## **Constitution of the New York Nut Growers Association**

### ARTICLE I – NAME

This non-profit organization will be known as the New York Nut Growers Association.

### ARTICLE II – PURPOSE

Our purpose is to promote the culture of nut trees throughout New York State by providing educational information on nuts and nut tree culture. We will provide educational programs and information to the general public to inform them of the different types of nut trees that do well under the various climactic conditions found in New York State. Our group will sponsor tree, scion, or seed gifts to the general public for personal use.

### ARTICLE III – MEMBERSHIP

Membership will be open to all persons interested in supporting the purpose of the organization. Application for membership may be presented to the treasurer, and will be recorded by the treasurer.

There are three categories of membership: Individual Annual, Family Annual, and Individual Life. In addition, interested non-members can receive a subscription to the newsletter only, with no membership benefits.

### ARTICLE IV – GOVERNING BOARD

The Governing Board will consist of four officers (a president, vice-president, secretary, and treasurer) and five directors. The officers will be elected annually and serve for a term of one year. Directors will be elected for a term of four years. At the expiration of the director's term that person will not be eligible for re-election as a director for a period of two years.

### ARTICLE X – AMENDMENTS

**This constitution and its by-laws may be amended by a simple majority vote of the members present at any regularly scheduled meeting.**

## **BY-LAWS of the New York Nut Growers Association**

### **SECTION I - DUTIES OF THE OFFICERS AND GOVERNING BOARD**

#### **Article I**

The President will preside at all meetings of the organization and will serve as Chairperson of the Governing Board. The President will be responsible for conducting the business meeting of the organization in accordance with the constitution and by-laws, and will appoint any special or standing committees that the organization may authorize. The President will assist the Secretary and Treasurer in preparing the annual budget.

#### **Article II**

The Vice President, in the absence of the President, will perform the duties of the President.

#### **Article III**

The Secretary will write the Minutes of each meeting and distribute them at the next meeting for acceptance. The Secretary will keep permanent records of all meetings. The Secretary may appoint a recording secretary in his absence.

#### **Article IV**

The Treasurer will collect dues, pay bills, maintain a record of the membership and will function as the chairperson of the Membership Committee and notify the Distribution manager of the Publication Committee of changes in the membership roll of the organization.

The Treasurer will prepare the annual budget with the assistance of the President and Secretary and an annual report will be presented at the annual meeting. Brief financial reports may be presented at each meeting.

The Secretary or Vice President will assume the role of the Treasurer in the Treasurer's absence, and will chair the Membership Committee in the Treasurer's absence.

#### **Article V**

The elected officers and directors shall constitute the governing body of the organization and will manage the affairs between meetings. They will vote to approve or disapprove of presidential appointees to standing committee chairs. They will also vote on the annual budget prepared and submitted by the Treasurer. A quorum of the board will be a simple majority of its members.

### **SECTION II – ELECTIONS**

#### **Article I**

The officers will be elected at the Annual Meeting and will hold office for one year terms. Terms of office will begin at the close of the Annual Meeting (Fall).

#### **Article II**

Directors will be elected at the Annual Meeting for a four-year term.

#### **Article III**

For the purpose of presenting a slate of officers at the next annual meeting, the Nominating Committee of the organization should present their nominees at the Spring Meeting, to be voted on at the Fall Meeting.

In addition to the slate of prospective officers presented by the Nominating Committee, additional nominations for any office may be made by voting members at the Spring Meeting.

**Article IV**

All members whose dues are paid are eligible to vote and hold office.

**Article V**

At the discretion of the Governing Board, on-line elections of officers and directors may be held in lieu of in-person elections at the Annual Meeting.

**SECTION III – FINANCIAL MATTERS**

**Article I**

Dues will be set at the Annual (Fall) Meeting, based on the budget approved for the following year and the recommendations of the Executive Committee.

**Article II**

The fiscal year will be from January 1 through December 31. Annual memberships begin January 1. Dues must be paid by the Spring meeting to be eligible to vote or hold office in that calendar year.

**Article III**

**New members** joining and paying after July 1 will have their memberships become effective immediately and their membership will last until December 31 of the following calendar year, at which time they may renew their membership according to the parameters of Article II.

**Article IV**

The names of members whose dues have not been paid for one year will be dropped from the membership roll. Only members in good standing (i.e. paid dues) will be eligible to vote or hold office.

**Article V**

Notices of a general nature regarding renewing membership will appear in the Spring newsletter.

**Article VI**

The treasurer assuming office in the fall will prepare an annual budget for the following year with the assistance of the officers. The Governing Board will pass on its contents.

**Article VII**

Should the Governing Board dissolve the organization, any moneys remaining in the treasury after all liabilities approved by the board have been paid, will be donated to the Northern Nut Growers Association, which is a nonprofit organization under IRS section 501 (c) (5). The tax-exempt number of the Northern Nut Growers is 35-1816504.

**SECTION IV – MEETINGS**

**Article I**

There will be three regular meetings each year: an annual meeting held in the Fall (September/October), a Spring meeting (March/April), and a Summer meeting (June/July). Other meetings may be held as decided upon by the members in session or by the Governing Board.

## **Article II**

A quorum at a regularly scheduled meeting will be ten (10) members and must include one of the elected officers.

## **Article III**

The order of business listed below will be followed at the regularly scheduled meetings:

1. Presentation of the minutes of the preceding meetings
2. Reports of the officers
3. Receipt of communications, bills, etc.
4. Reports from standing committees
5. Reports from special committees
6. Unfinished business
7. New business
8. Adjournment of the business portion of the meeting
9. Program, speeches, refreshments, socializing

## **Article IV**

By a simple majority vote of the members present at any regular meeting, the order of business stated in Article III of this section may be set aside for that meeting.

## **SECTION V – STANDING COMMITTEES**

### **Article I**

As soon as practical after the close of the annual meeting, the President will appoint the following standing committees:

1. Publication Committee
2. Program Committee
3. Membership Committee
4. Nominating Committee
5. Financial Affairs / Auditing Committee

Other committees may be appointed as the need arises.

## **SECTION VI – PUBLICATIONS**

### **Article I**

The organization will publish a newsletter containing news items, reports of meetings, and other information pertaining to nut tree culture. The newsletter will be produced three times a year approximately one month before the regularly scheduled meeting and will be distributed to all members.

**Article II**

Preparation, publication, and distribution of the newsletter and other literature authorized by the Governing Board as pertinent to the objectives of the organization, will be the responsibility of the Publication Committee. At the discretion of the President one or more individuals may handle the duties of editor, publisher and distribution manager.

**SECTION VII – PROGRAM COMMITTEE**

**Article I**

It will be the responsibility of the Program Committee to arrange the place, time, and program of all regularly scheduled meetings.

**SECTION VIII – MEMBERSHIP COMMITTEE**

**Article I**

It will be the responsibility of the Membership Committee to suggest possible methods to promote the organization to recruit new members.

**SECTION IX – NOMINATING COMMITTEE**

**Article I**

The Nominating Committee will propose candidates for the elected offices.

**SECTION X – FINANCIAL AFFAIRS / AUDITING COMMITTEE**

**Article I**

The financial affairs will be audited every two years or when a new officer is elected as treasurer, whichever occurs first. A committee will be formed to take care of this responsibility.

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