



Leadership Manual

**South Carolina Chapter of the
Soil and Water Conservation Society (SWCS)**

Revised June 2003

Table of Contents

Vision and Mission

page 2

Introduction

page 3

Chapter Officers

pages 4-6

Chapter Executive Board

pages 6-7

Chapter Standing and Other Committees

pages 7-9

Standing Committee Responsibilities

pages 9-11

Fiscal Year Activities/Events Timetable

pages 11-13

Chapter By-Laws

pages 14-20

• Vision

An organization that provides dedicated and quality leadership in the wise use of South Carolina's natural resources

• Mission

Promote harmony between the citizens of South Carolina and our natural resources by providing education and leadership



Introduction

As a member of the South Carolina Chapter's leadership team, you have indicated a desire to help guide the activities of the Chapter. Whether you volunteered, were elected, or were appointed to your leadership position is inconsequential. The fact that you have agreed to serve is admirable and is greatly appreciated by the membership. To function effectively in your current role, you need to have a clear understanding not only of your responsibilities, but also of the challenges and rewards associated with the job. As with any leadership opportunity, the potential for personal growth and development is unlimited. You have only to look at the achievements of past leadership to realize the opportunities provided by your current role. Your fellow Chapter members are counting on you as part of the leadership team, to plan, coordinate, and implement programs and activities that foster the following objectives of the Chapter's strategic plan:

(1) Be an advocate for legislation and public policy that promotes the conservation of natural resources through our own actions and by supporting the actions of others.

(2) Support the professional development of members and others through new and existing training programs, regular Chapter meetings, and certification opportunities.

(3) Facilitate the adoption of "total resources" conservation educational materials and support/participate in the public information efforts of others.

(4) Improve our administrative structure to enhance Chapter governance and operations.

(5) Secure adequate funding to ensure the success of the Chapter's objectives.

(6) Increase membership growth and involvement through services that meet or exceed member needs.

The members also count on you to represent them and to act on behalf of the Chapter in carrying out the above objectives. The South Carolina Chapter is part of the International Soil and Water Conservation Society. You are urged to be aware of and, to the extent possible, participate in the activities of the broader Society.

Chapter Officers

President, President-Elect, Vice-President, and Secretary/Treasurer

**The office of Vice-President is elected annually from the membership.*

**The Executive Board appoints the Secretary/Treasurer.*

**All officers are to carry out their duties subject to the general control of the Executive Board.*

Duties of the President

- *Manage, direct, and supervise all Chapter property, affairs and business.**
- *Carry out all the usual functions of a chief executive officer of a non-profit corporation.**
- *Prepare tentative agenda for Executive Board Meetings and Chapter Meetings. E-mail to Secretary to be sent out with meeting notice.**
- *Exercise such powers and perform such duties as prescribed in Chapter bylaws, by the Chapter articles of incorporation, and by the Executive Board.**
- *Preside at all meetings of the Executive Board and of the membership, conducting them according to Robert's Rules of Order.**
- *Call special meetings of the Executive Board and of the membership as deemed necessary.**
- *Carry out all orders and resolutions of the Executive Board.**
- *Sign all papers and instruments of, or requiring action by, the Chapter unless the Executive Board, by resolution, authorizes another person to do so.**
- *Sign all contracts and other documents requiring action by the Chapter.**
- *Submit reports on Chapter activities at the annual meeting of the membership.**
- *Supervise the activities of any employee or agent of the Executive Board.**
- *Appoint task forces to help accomplish Chapter business.**
- *Prepare Chapter Annual Report and submit to Secretary for filing. (Notes on the Annual Report should be made throughout the year to make final preparation easier.**
- *Appoint Committee members with concurrence of Executive Board.**

Duties of the President Elect

- *Temporarily assume the duties of the President in situations of the President's absence or inability to act.**
- *Exercise such powers and perform such duties as the Executive Board may prescribe or as the President may delegate.**
- *Serve as the official Chapter Delegate to Annual International SWCS Conference.**
- * Serve as liaison to the Program Committee in developing the Plan of Work and the Strategic Plan.**
- *Prepare committee members for the following year for approval at the December Board meeting.**

- *Finalize plan of work and strategic plan for following year to be approved at December board meeting.**
- *Chair Summer Meeting Committee (include Area Board Member on the committee). This committee is responsible for:**
 - Planning, Implementing, Registration, Correspondence, distribution of meeting notice, etc. A written summary of the meeting to be presented at the next Executive Board Meeting and should be included in the Annual Report.*

Duties of the Vice-President

- *Temporarily assume the duties of the President Elect in situations of the President Elect's absence or inability to act.**
- *Exercise such powers and perform such duties as the Executive Board may prescribe or as the President may delegate.**
- *Responsible for planning the winter meeting for the following year.**
- *Chair Winter Meeting Committee (include Area Board Member on the committee) The committee is responsible for:**
 - Planning, Implementing, Registration, Correspondence, meeting notice, etc. A written summary of meeting should be presented at the next Executive Board Meeting and should be included in the Annual Report.*
- *Serves as the Chapter Parliamentarian**
- *Serve as Liaison to the Awards Committee**

Duties of the Secretary/Treasurer

- *Perform all of the duties incident to the offices of secretary and treasurer of a not-for-profit corporation.**
- *Perform such duties as prescribed in Chapter bylaws, by the Chapter articles of incorporation, and by the Executive Board and other duties as assigned by the President and the Executive Board.**
- *Record the minutes of all Executive Board and membership meetings.**
- *Give and serve all required notices of the Chapter.**
- *Attest to Chapter contracts and other documents signed by the President or other person authorized by the Executive Board.**
- *Maintain a complete and accurate list of Chapter member names and addresses.**
- *Maintain a complete and accurate record of the Chapter's finances.**
- *Be responsible for all funds, notes, securities, and other property of the Chapter.**
- *Furnish a statement of the Chapter's financial condition at the annual meeting of the membership and whenever requested by the Executive Board.**
- *Be an authorized signatory for all Chapter funds and securities.**
- *Have custody of all Chapter funds and securities; establish accounts with financial institutions; makes deposits and authorized expenditures of Chapter funds**
- *Serve as liaison to the Membership Committee.**
- *Serve as communication liaison between the Chapter and the International Society.**
- *Serve as resident agent of the Chapter.**
- *File all chapter reports required by the Society and by government agencies.**
- Prepare a draft budget for New Year for approval at December Executive Board Meeting.**
- Inform Ankeney of chapter delegate to International Meeting**

***Notify chapter members of nominating procedures and ask for nominee recommendations for chapter officers via newsletter, e-mail, or mail.**

Duties of the Immediate Past-President

- *Serves as advisor to Chapter President.**
- *Serves as Chairperson of the Nominating Committee and ensures the process is complete per Chapter bylaws.**
- *Assist with membership development and mentoring to Chapter members.**
- *Chair special committees or perform other assignments as the President and Executive Board may prescribe.**
- *Serve as liaison to Education Committee.**

Chapter Executive Board

Executive Board Membership

***The Executive Board shall consist of nine (9) voting members who have been duly elected or appointed per Chapter bylaws: the President, President Elect, Vice-President, Secretary/Treasurer, Immediate Past-President, and board members representing each Chapter Area (4 areas). A quorum of 5 voting members must be present.**

Term Length

- *Vice-President is elected annually and will automatically become President-Elect when President-Elect's term ends.**
- *President-Elect shall automatically become President when President's term ends.**
- *President shall serve for one (1) year and will automatically become the Immediate Past-President.**
- *Immediate Past-President shall serve for one year.**
- *Each Area Board Member is elected for a two-year term, with terms staggered so that two Board Members are elected each year.**
- *Vacancies occurring between elections shall be filled by Executive Board appointment until the next regular election.**

Duties of the Executive Board

- *Manage the affairs of the Chapter.**
- *Denote who is authorized to sign Chapter checks.**
- *Ensure the Chapter accounts are audited annually after December 31 by the Auditing Committee and provide audit report at the Annual Winter or Summer Meeting, depending on audit completion date.**
- *Recommend task forces or individuals to help accomplish Chapter business, if deemed appropriate.**
- *Authorize compensation to Chapter officers or Executive Board members for reasonable out-of-pocket expenses incurred in performance of their duties, if deemed appropriate.**

- *Attend all Executive Board meetings and Committee meetings as liaison, if possible, on a timely and active basis.
- *Accept committee assignments and complete them in the time agreed upon.
- *Be positive, enthusiastic, and cooperative.
- *Base personal recommendations on what is best for the Chapter.
- *Appoint Secretary/Treasurer at last meeting prior to Chapter Annual Meeting or January 1st, if winter meeting is not held.
- *Serve as liaison to Standing Committees.
 - President-Elect* – Liaison to Program Committee
 - Vice President* – Liaison to Awards Committee
 - Secretary/Treasurer* – Liaison to Membership Committee
 - Past President* – Liaison to Education Committee

Duties of the Area Board Members

- *Regularly attend executive board meetings.
- *Make area reports.
- *Work with assigned committees as outlined in strategic and annual plans.
- *Serve as Chair for planning the summer meeting when conducted in your area.
- *Recommend to the Immediate Past-President, by November 1st of the year your term expires, Board Member nominee(s) from your area .
- *Become familiar with members in your area.
- *Assist Membership Committee with recruiting in the area.
- *Solicit input from area members on concerns/issues for report to Executive Board.
- *Conduct a meeting/tour annually for the area. Make personal phone calls and/or e-mails to encourage attendance.
- *Actively consult with Area Members on any educational opportunities that may exist within your area.
- *Assist Executive Board with educational events.
- *As opportunities arise, utilize Chapter display at appropriate functions.

Chapter Standing and Other Committees

Types of Committees

Six standing committees include: Program, Membership, Awards, Education, Auditing, Nominating - all reporting to the Executive Board.

Each Area Board Member will appoint one (1) person from their area for a one-year term to each committee except Nominating and Audit. Area Board members will contact their appointee and confirm their willingness to serve, and then notify the Chapter President, who will send them a letter of appointment with guidelines.

**Other committees - may be appointed by the President for such purposes as benefit the Chapter.*

Structure of Committees

A) 3 members appointed for 3-year staggered term (*a member in the 3rd year of the 3-year term will serve as Chair*)

B) 1 member appointed by each Area Board Member for 1-year term and the designated Executive Board member liaison.

C) Committee chairpersons appointed by the President with concurrence of the Executive Board.

D) Committee members appointed by the Chairperson and/or President with concurrence of the Executive Board.

Duties of Standing Committee Chairpersons

Review the specific committee's responsibilities listed on the following pages or in the Chapter bylaws, strategic plan and annual plan.

***In preparation for each meeting, (1) develop an agenda, (2) make meeting place arrangements, (3) notify members, and (4) appoint a recording secretary.**

***At each meeting, call to order, outline committee responsibilities, review agenda, then guide discussion such as to adequately analyze the problems and develop appropriate solutions. (*Try to create and maintain a meeting environment that is informal, cooperative, and non-threatening.*)**

***Prepare and submit committee recommendations to the Executive Board and/or President.**

***Upon Executive Board approval, provide for implementation of committee recommendations.**

***If deemed necessary and in concurrence with the Executive Board, appoint subcommittees, task forces, or individuals to help accomplish the committee's charge.**

***Prepare and submit goals/actions recommended by the committee to the Executive Board to include in the Chapter's annual plan of work.**

***Prepare and submit an annual budget for the committees planned activities as indicated in the plan of work by December 1st each year.**

Duties of Other-Committee Chairpersons

***For a committee created by the President and/or Executive Board, discuss with the President what is expected of the committee then see that those expectations are carried out.**

***With concurrence of the President, (1) contact identified members to determine their willingness to serve and (2) finalize the committee's membership.**

***In preparation for each meeting, (1) develop an agenda, (2) make meeting place arrangements, (3) notify members, and (4) appoint a recording secretary.**

***At each meeting, call to order, outline committee responsibilities, review agenda, then guide discussion such as to adequately analyze the problems and develop appropriate solutions. (*Try to create and maintain a meeting environment that is informal, cooperative, and non-threatening.*)**

***Prepare and submit committee recommendations to the Executive Board and/or President.**

***Upon Executive Board approval, provide for the implementation of committee recommendations.**

- *If deemed necessary and in concurrence with the Executive Board, appoint subcommittees, task forces, or individuals to help accomplish the committee's charge.**
- *Prepares and submit goals/actions recommended by the committee to the Executive Board to include in the Chapter's annual plan of work.**
- *Prepare and submit an annual budget to the Executive Board for the committees planned activities as indicated in the plan of work.**

Duties of All Committee Members

- *Attend every committee meeting if possible, on a timely and active basis.**
- *Accept committee assignments and complete them in the time agreed upon.**
- *Be positive, enthusiastic, and cooperative.**
- *Base your personal recommendations on what is best for the Chapter.**

Duties of Newsletter Editor *(Appointed annually By Executive Board)*

- *Regularly attend Executive Board Meetings.**
- *Obtain information and publish quarterly newsletter.**
- *Publish newsletter for display on Chapter web site and email to each member.**

Standing Committee Responsibilities

Chapter Program Committee

- *Monitor the strategic plan, reviewing and revising as appropriate.**
- *Prepare long-range and annual work plans based on the strategic plan's goals and objectives.**
- *Seek funding sources to finance projects, activities, scholarships and programs.**
- *Develop/review officer and committee chairperson job descriptions and keep current.**
- *Monitor administrative functions, and make recommendations for improvement.**
- *Ensure Chapter bylaws are current and available to all members.**
- *Formulate processes for policy and resolution development.**
- *Develop a process for member input into policy and position statement development and involvement in legislative affairs.**
- *Establish and maintain relations with state and national legislative bodies.**
- *Establish policy-issues alliances with other groups/organizations as appropriate.**
- *Plan for lobbying efforts.**
- *Recommend level of Chapter involvement in legislative affairs.**
- *Recommend level of Chapter involvement in other organization's position statement development, lobbying efforts, etc.**
- *Advise and counsel the President in the making issues/policy related public appearance, statements, etc., on behalf of the Chapter.**

Chapter Membership Committee

- *Promote membership in the Chapter.**
- *Develop strategies to increase membership and member involvement, then implement those approved strategies.**
- *Develop strategies to retain, strengthen, motivate, and involve members, then implement approved strategies.**
- *Develop strategies to increase Chapter visibility among relevant state and national agencies, organizations, societies, and groups, then implement approved strategies.**
- *Research or survey the professional needs of members, and report findings to the Executive Board.**
- *Establish and maintain a new-member mentoring program and assign mentors to new members upon request.**
- *Recommend members who merit advancement and are well qualified to serve as Chapter or Society officers or committee members, then initiate nominations of those that are recommended.**
- *Ensure preparation and distribution of a Chapter newsletter.**
- *Ensure that the Executive Board appoints Chapter liaisons with established or potential student chapters.**
- *Monitor student chapter activities, and provide training, support, and/or guidance to them via the Chapter liaisons.**
- *Assign mentors to student attendants at Chapter events.**

Chapter Awards Committee

- *Ensure that the process to solicit nominations for Chapter or Society awards is carried out.**
- *Select Chapter Award recipients.**
- *Recommend members, nonmembers, and organizations for International Society awards to the Executive Board.**
- *Ensure proper recognition of Chapter and International Society award winners.**

Chapter Education Committee

- *Develop strategies to increase visibility of soil, water, and related resource issues, then implement approved strategies.**
- *Provide leadership to Chapter public affairs activities and campaigns.**
- *Monitor existing meeting structure to ensure adequate training for attending members and nonmembers.**
- *Recommend training and related activities for members, in conjunction with the Membership Committee.**
- *Recommend to the Program Committee potential training and program or workshop topics based on strategic plans, national/regional/state natural resources priorities and trends, etc.**
- *Encourage and provide professional certification opportunities.**
- *Ensure that the Chapter stays abreast of new technology, agency authority, and other issues affecting resource conservation.**
- *Advise the Program Committee about potential Chapter involvement in agricultural and urban conservation efforts.**

- *Coordinate Chapter educational and outreach activities.
- *Plan and promote joint educational efforts with South Carolina Conservation Partnership entities and others as appropriate.
- *Make recommendations to the Chapter Program Committee regarding need and/or likely funding sources for educational activities.
- *Develop a Chapter marketing plan, then ensure its implementation when approved.
- *Establish and maintain relations with appropriate media outlets.
- *Ensure adequate media coverage of Chapter activities and events.
- *Sponsor conservation education programs for facilitators and those who train educators.
- *Promote sale of conservation education materials to conservation districts, environmental educators, and others.
- *Develop public affairs activities and campaigns (e.g., exhibits, forums, letter writing, marketing, etc.)

Chapter Auditing Committee

- *Review Chapter financial records for the year ending December 31.
- *Provide audit report to the Executive Board upon completion of the audit.

Chapter Nominating Committee

- *Ensure the new board members nomination and election process is carried out in accordance with the Chapter bylaws.
- *Receive nominations by Chapter members no later than 90 days before the Annual Winter Meeting.
- *Ensure that any members placed on ballot are willing to serve if elected.
- *Chairperson will present the nominations at the Annual Winter Meeting.
- *Chairperson will receive any additional nominations from the floor. *(President or presiding officer shall ask for additional nominations)*
- *Ensure that the all nominees are advised of the election results immediately after the election.

Fiscal Year Activities/Events Timetable

January

- *Annual Winter Meeting, featuring an educational program, presentation of awards, election of officers, and Chapter business meeting.
- *First Vice-President submits annual Chapter report to SWCS headquarters office.
- *Secretary submits new officer list to SWCS headquarters and Regional Board Member.
- *Audit committee reviews the Chapter's financial records and presents audit report to the Executive Board.

February

***Executive Board and committees meet as scheduled.**

***Publish quarterly newsletter.**

March

***Committee meetings as scheduled.**

April

***Executive Board and committees meet as scheduled.**

May

***Chapter Annual Summer Meeting program agenda and registration/lodging information mailed to membership.**

***Committees meet as scheduled.**

***Publish quarterly newsletter.**

June

***Executive Board and committees meet as scheduled.**

***Chapter Annual Summer Meeting.**

***Society resolutions are reviewed by Executive Board and/or membership and comments provided to the Chapter delegate to take forward to the international meeting.**

July

***Committees meet as scheduled.**

August

***Executive Board and committees meet as scheduled.**

***Publish quarterly newsletter.**

September

***Notify chapter members of nominating procedures and ask for nominee recommendations for chapter officers via newsletter, e-mail, or mail.**

***Committee meetings as scheduled.**

October

***Executive Board and committees meet as scheduled.**

November

***Annual Winter Meeting program agenda and registration/lodging information mailed to membership.**

***All committees meet to review Chapter strategic plan and their assigned responsibilities, develop their annual action plan, set meeting dates, and submit a budget for the coming year.**

***Publish quarterly newsletter.**

***Nominating Committee – develop slate of officers for December Board Meeting.**

December

- *Executive Board and committees meet as scheduled.**
- *President prepares report for presentation at Annual Winter Meeting.**
- *Committee chairpersons prepare committee reports for Annual Winter Meeting.**
- *Secretary/Treasurer prepares financial report for presentation at Annual Winter Meeting.**
- *Budget reviewed and adopted by Executive Board.**
- *President names an audit committee, authorizing it to review the Chapter's financial records and provide an audit report at the annual Winter meeting.**
- *Executive Board finalizes Chapter annual work plan and distributes to the membership.**
- *President appoints committee chairpersons, with Executive Board concurrence.**
- *President discusses committee responsibilities and special charges with appointed chairpersons.**
- *Committee chairs select members with Executive Board concurrence.**
- *Chairpersons contact potential committee members to determine willingness to serve and confirm initial meeting date.**
- *Appoint Secretary/Treasurer for next year.**

**SOUTH CAROLINA CHAPTER
SOIL AND WATER CONSERVATION SOCIETY**

BYLAWS

ARTICLE I Name

The name of this organization shall be the South Carolina Chapter (hereinafter referred to as the Chapter) of the Soil and Water Conservation Society (hereinafter referred to as the Society).

ARTICLE II Area

Four areas are hereby established. Chapter members residing in counties designated for each area will automatically become a member of that area.

Each area shall be represented on the Executive Board by one Board member elected as described in Article VII.

The primary year-round activities will be carried out by the areas. The Executive Board will assist the areas in planning and implementing the activities desired by the area membership. Suggested area programs and activities include: round table or panel discussions, contests, field trips and tours, visits to research stations, conservation education for teachers and students, etc.

Area I: Abbeville, Anderson, Edgefield, Greenville, Greenwood, Laurens, McCormick, Oconee, Pickens, and Saluda and Spartanburg Counties.

Area II: Cherokee, Chester, Fairfield, Kershaw, Lancaster, Lexington, Newberry, Richland, Union and York Counties.

Area III: Aiken, Allendale, Bamberg, Barnwell, Beaufort, Berkeley, Calhoun, Charleston, Colleton, Dorchester, Hampton, Jasper and Orangeburg Counties.

Area IV: Chesterfield, Clarendon, Darlington, Dillon, Florence, Georgetown, Horry, Lee, Marion, Marlboro, Sumter and Williamsburg Counties.

ARTICLE III

Objectives

The objectives of the Chapter shall be the same as those of the Soil and Water Conservation Society as a nonprofit organization dedicated to advancing science, education and art of good land stewardship and water use. The further objective is to bring together members of the Society residing in South Carolina that the exchange of ideas and information of interest to the Chapter

may be facilitated.

ARTICLE IV

Membership

Section 1. Regular membership in the Chapter shall be limited to persons and organizations holding membership in the Society.

Section 2. Persons who qualify under Section 1 as a regular member shall have one vote in the Chapter elections, may serve on committees, and may hold office in the Chapter.

Section 3. Associate memberships are for one year only. Associate members can not vote in chapter elections or hold office in the chapter but may serve on committees (without vote). Associate members are not members of the Society and do not have regular member benefits.

Section 4. Regular membership in the Chapter shall end upon termination of membership in the Society, by voluntary resignation or by two-thirds vote of the Executive Board. Associate memberships are for one year only.

Section 5. Chapter dues are set by the SWCS Board of Directors. Society and Chapter dues shall be payable together to the Society headquarters or the Chapter Treasurer. Associate member dues shall be payable to the Chapter Treasurer.

ARTICLE V

Officers

Section 1. Officers of the Chapter shall be President, President Elect, Vice President and Secretary-Treasurer.

Section 2. The office of Vice President shall be elected annually from the membership and shall perform the duties until a successor assumes these duties. A Secretary-Treasurer shall be appointed by the Executive Board at its last meeting prior to the Chapter's annual winter meeting, or Jan. 1, if an annual meeting is not held. Officers terms shall commence immediately following the Chapter's annual winter meeting, or on Jan. 1 if an annual winter meeting is not held, and continue until immediately following the next annual meeting, or Jan 1 if an annual winter meeting is not held. Vacancies between elections shall be filled as provided under Article VI.

Section 3. The President shall have general responsibility for the affairs of the Chapter; preside at Chapter meetings and sessions of the Executive Board (see Article VI); ensure the timely election of Chapter officers; and appoint committees and representatives provided under Articles VII and VIII.

Section 4. The President Elect shall automatically become President when the President's term expires (or the position otherwise becomes

vacant). The President Elect may appoint committee members and plan activities to become effective at the time he or she becomes President. In the absence of the President, the President Elect shall assume the responsibilities and perform the duties of the President.

Section 5. The Vice President will automatically become President Elect when the President Elect's term expires (or the position otherwise becomes vacant). In the absence of the President Elect, the Vice President shall assume the responsibilities and perform the duties of the President Elect.

Section 6. The Secretary/Treasurer shall give notice of Chapter meetings and other activities to Chapter members; keep a record of business meetings; be responsible for Chapter correspondence; keep the master copy of the BYLAWS, membership list, all records pertaining to the Chapter and serve as liaison to the Membership Committee. The Secretary/Treasurer shall receive and disburse all funds of the Chapter; keep account of all financial transactions; and report at each business meeting the financial status of the Chapter. The Secretary/Treasurer also shall arrange with Society headquarters for proper notice of dues payment, and alert the Executive Board periodically of delinquent members so they may be encouraged to rejoin. The Secretary/Treasurer also shall receive any and all contributions to the Chapter, either for meeting Society objectives generally, or earmarked for specific projects or aims; shall invest these and other funds as authorized or approved by the Executive Board; and shall keep account of all transactions, expenditures and transfers of such funds or a committee established by or reporting to the Chapter Officers. The accounts of the Society shall be audited at least annually and when directed by the Executive Board. The Treasurer may be bonded in such amounts as the Executive Board may determine, at the cost of the Chapter. The Secretary/Treasurer shall perform other duties incident to the office of Secretary/Treasurer.

Section 7. The President Elect shall be the official Chapter Delegate. Should the President Elect be unable to perform as the Chapter Delegate, the Vice President will become the official Chapter Delegate. Should the Vice President be unable to perform as the Chapter Delegate, the Executive Board shall appoint a Delegate.

ARTICLE VI

Executive Board

Section 1. The Executive Board shall consist of the President, President Elect, Vice President, Secretary/Treasurer, immediate Past-President, and Board members representing each Chapter Area, all of which are elected as described in Article VII.

Section 2. The Executive Board shall be the legal representative of the Chapter and shall have, hold, and administer all funds and property of the Chapter, which shall be in the direct custody of the Treasurer.

Section 3. Vacancies in the Chapter officers occurring between elections shall be filled by appointment by the Executive Board, except as provided in Article V, Section 4 and 5.

Section 4. The Executive Board shall meet at least semiannually for the transaction of its business and at other times as determined by the President or by a majority of the Executive Board, and shall have the power to act on matters that arise between regularly scheduled Chapter meetings and are not otherwise specifically provided for in the Bylaws. At least 7 days notice of the date and place of each meeting and the general nature of the business to be acted upon shall be given to all members of the Executive Board.

Section 5. A Quorum of the Executive Board, defined as a majority of the Executive Board members, must be present in order that business can be legally transacted.

Section 6. The Executive Board shall direct the policies of the Chapter within the framework of the Society and support the objectives of the Society in coordination with the member of the Society's Board of Directors who represents the Southeast region. The Executive Board shall develop or review operating plans and budgets; give counsel and guidance to, and coordinate the work of committees; decide the Chapter business not requiring action by the membership; and perform similar duties. The Executive Board shall approve any formal statement of the policy of position of the Chapter on any issue. Executive Board members or other members appointed by the President may speak for the Chapter.

Section 7. The Executive Board shall encourage active participation of officers, committee chairs, and other members in the Chapter, regional, and international workshops, meetings, and other events.

ARTICLE VII

Elections

Section 1. Not later than 90 days before the winter annual meeting, or before October 1 if a winter annual meeting is not to be held, the Secretary shall notify the membership that a Nominating Committee has been appointed. The announcement shall include provision for nominations by the Chapter members, oral or written, to the Chair of the Nominating Committee no later than 60 days before the winter annual meeting or before November 1, if a winter annual meeting is not to be held.

Section 2. For the offices of Vice President, and Board Members, the Nominating Committee shall consider members from the various institutions and professions represented in the Chapter.

Section 3. Area Board members shall be elected by members within the respective area and shall serve for a term of two years. Terms

will be staggered. Board members in Areas 1 and 3 will be nominated in odd years and elected in January of the following year, and Board members in Areas 2 and 4 will be nominated in even years and elected in January of the following year.

Section 4. Before any member's name is nominated for an office or Board member, the member shall agree that he or she is willing to serve.

Section 5. The Chair of the nominating committee will present the proposed slate of officers at the annual meeting. Additional nominations may be made from the floor in accord with Article VII Section 2. The nominee receiving the plurality of votes cast for each office shall be declared elected.

Section 6. If an annual winter meeting is not to be held, the nominating committee's proposed slate of officers will be sent by mail to each member. Each member will have the opportunity to vote for the proposed slate of officers or write in a candidate and return to Chair of nominating committee by December 15. The nominating committee will count ballots and notify winners by Jan 1. The chairman of the nominating committee will certify the election results to the Secretary/Treasurer and deliver the ballots to the Secretary/Treasurer who will hold the same available for inspection by any member for six months thereafter, whereupon, ballots will be destroyed. The nominee receiving the plurality of votes cast for each office shall be declared elected.

ARTICLE VIII

Committees

Section 1. The Chapter President shall appoint committees and representatives as are necessary to conduct the affairs of the Chapter and contribute toward regional and/or international objectives of the Society. Such committees and representatives will function during the term of office of the President or until their assignment is accomplished.

Section 2. Standing committees shall include Program, Membership, Awards, Education, Audit, and Nominations.

Section 3. The Nominations Committee shall consist of a chair (immediate past-president) and the previous 2 past presidents. Only the chair may be a member of the Executive Board.

ARTICLE IX

Meetings

Section 1. An annual meeting of the Chapter membership should be held. The Executive Board will determine the timing and location of

the Annual meeting, special conferences, symposia, workshops, and other meetings.

Section 2. Any member of the Society, Chapter or guests may attend and participate in meetings of the Chapter. Only regular members of the Chapter may vote.

Section 3. Officers and Committee chairs or their representatives shall report verbally or in writing to the membership regarding their current or proposed activities, at intervals directed by the Executive Board.

ARTICLE X

Parliamentary Authority

Section 1. The rules contained in "Robert's Rules of Order Revised" shall govern the Chapter in all cases to which they are applicable.

ARTICLE XI

Status and Dissolution

Section 1. The Chapter shall not participate in any activities not permitted by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding revisions of any future United States Internal Revenue Law).

Section 2. The Chapter may receive in the name of the Society gifts, bequests, donations, grants or funds for any purpose within the scope of Society objectives. No part of the funds of the Chapter shall be distributed to Chapter members. The Chapter shall be authorized and empowered to pay reasonable compensation for services rendered, provide awards, scholarships, and other incentive programs that will further the objectives and purposes of the Society and will financially support the Chapter, Regional and Society activities and programs.

Section 3. This Chapter may be dissolved by a resolution requesting dissolution passed by a majority vote of mail ballots received. Notice of such action must be mailed to all members at least 60 days prior to the closing date for receiving these mail ballots.

Section 4. Should the Chapter dissolve in accordance with Section 3 or from any other cause, any assets not required for payment of its liabilities and obligations and not held upon condition requiring return, specific transfer, or conveyance upon dissolution, shall be paid over and transferred to the Society. If the Society is dissolved, then the Executive Board of the Chapter at the time of dissolution shall transfer its assets to selected organization(s) or societies engaged in similar activities to those of the Society and regularly organized and qualified as charitable, educational, scientific, or philanthropic organizations.

Section 5. Should the Chapter dissolve, The Executive Board shall forward to the Society (or if the Society is dissolved, to the National Agricultural Library) all significant records, correspondence, and other papers.

ARTICLE XII

Adoption and Amendment of Bylaws

Section 1. These Bylaws may be amended by 2/3 vote of mail ballots received or of the Chapter members present at any regular meeting of the Chapter, provided notice of all proposed changes has been mailed to all members at least 30 days prior to: (a) the closing date for receiving these mail ballots, or (b) the date of the meeting at which the vote is to be taken.

Section 2. Amendments shall, unless otherwise provided therein, take effect when it is determined that a majority of the votes cast are favorable. The Chapter Secretary shall notify the members of the result.

Section 3. No Bylaw provision or amendment may be adopted which is not in keeping with the Society Bylaws of the Chapter. Upon official notification by the Society that a provision or amendment is not in keeping, and after due opportunity for hearing the Chapter, such provision or amendment shall be void and of no effect.

Section 4. Any changes required by the Internal Revenue service in order to establish or maintain status of the Society or the Chapter as an educational and scientific organization under section 501(c)(3) of the Internal Revenue Code shall automatically be deemed a fully approved amendment to these Bylaws. The Secretary shall notify each Chapter member of such change(s) and reasons therefore, and provide revised text of the Bylaws.

ARTICLE XIII

Effective Date

These Bylaws are revised and adopted by vote of membership at the Winter Annual meeting January 5, 2000.

President Bobby McGee

Secretary/Treasurer R. Hugh Caldwell