

# BY-LAWS FOR SOUTH DAKOTA SECTION SOCIETY FOR RANGE MANAGEMENT

Revised October, 2005

## **ARTICLE I NATURE AND PURPOSE OF THE CORPORATION**

Section 1. Corporation. The Corporation shall consist of those members of the Society For Range Management who are members of the South Dakota Section.

Section 2. Objectives. This is a non-profit Corporation whose objectives are limited to those acts and purposes as charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code. The nature, purpose, and objectives of this Corporation are to seek a comprehensive understanding of range ecosystems and of the principles applicable to the management and use of range resources; to educate and advise all who work with range resources of new findings and techniques in both the science and art of range management; to improve the effectiveness of range management in obtaining from range ecosystems the products and values necessary for man's welfare; and to create a public understanding of the social and economic benefits to be derived from range resources.

Section 3. Operation. The Corporation will conduct meetings and field trips, disseminate information, acknowledge achievements and accomplishments, carry on educational and promotional work, and otherwise determine the needs and demands for the objectives named above.

Section 4. Nonprofit Status. The Corporation is not organized for a pecuniary profit. No part of the income shall inure to the benefit of any individual or member, except reimbursement may be made for any expenses incurred for the Corporation by any officer, director, agent, member, or any other person pursuant to and upon authorization of the Board of Directors.

Section 5. Political Status. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. The Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office.

## **ARTICLE II MEMBERSHIP**

Section 1. Eligibility. Persons shall be eligible for membership who are members of the Society for Range Management in good standing, who reside in South Dakota, or who reside outside of South Dakota but desire to affiliate with the South Dakota Section.

Section 2. Period of Membership. Application for membership may be made at any time, however, the period of membership shall conform to the period or term established by the Society for Range Management.

## **ARTICLE II MEMBERSHIP (continued)**

Section 3. Dues. Annual dues of the Society for Range Management, South Dakota Section, shall be payable to the Executive Secretary of the Society for Range Management. Additional dues and fees may be assessed by majority vote at the annual business meeting, or by electronic or mail ballot. The date when section dues will be delinquent, and the period of delinquency following which members will be dropped from Section membership rolls, shall conform to those established by the Society for Range Management.

## **ARTICLE III DIRECTORS AND OFFICERS**

Section 1. Number of Directors. The business of the Corporation shall be managed by a board of seven (7) to eight (8) Directors. The Board of Directors shall include the President, 1st Vice-President, 2nd Vice-President, Secretary-Treasurer (or separate Secretary and Treasurer positions), and three (3) Directors-At-Large.

Section 2. Term of Directors. The tenure of the President, 1st Vice-President, and 2nd Vice President shall be one (1) year. The tenure of the three (3) Directors-At-Large shall be three years except when appointed to fill an unexpired term, and their terms shall be staggered so that one new Director is chosen each year. The Secretary-Treasurer is an appointment. Terms of office shall begin at the close of the annual meeting.

Section 3. Eligibility. Only Section members shall be eligible to serve as an officer or on the Board of Directors. No elected officer or director shall be eligible for re-election to the same office until one year has elapsed after the end of their respective term. If an elected officer or director is transferred out of the state, they will be replaced in their office unless they remain a member of the South Dakota Section, they agree to fulfill their position requirements, and the Board of Directors, by simple majority vote excluding the transferred individual, votes to have the individual complete their term. The Board of Directors vote can be done electronically or by mail ballots. In the case of a tie, there will be (1) one revote. If the tie is not broken, then the individual must be replaced.

Section 4. Vacancies. Vacancies other than the President and 1st Vice-President, shall be filled for the unexpired term, from the Section membership by a majority vote of the Board of Directors. The 1st Vice-President shall fill a vacancy in the Office of President. The 2nd Vice-President shall fill the vacancy of the 1st Vice-President. All appointments by the Board of Directors or a Director will be presented for ratification by the membership at the next annual membership meeting, or by electronic ballot.

Section 5. Audit. An annual audit of funds shall be prepared. A special audit of funds shall be made upon order of the Board of Directors.

Section 6. Reports. The Board of Directors shall make, and direct the Secretary and/or Treasurer to prepare, such federal and state corporate reports and returns as may be required.

## **ARTICLE IV ELECTION OF OFFICERS**

Section 1. Change of Officers. The 1st Vice-President shall succeed to the Presidency. The 2nd Vice-President shall succeed to the First Vice President. The Secretary-Treasurer (or two separate positions) shall be appointed by the incoming President and ratified by the Board of Directors. The 2nd Vice-President and one Director shall be elected by mail ballot, or electronic ballot.

Section 2. Nominations. The President shall appoint, with the approval of the Board of Directors, a nominations and elections committee of not less than three members. The chairman of the committee will obtain the consent of the proposed candidates, who must be members in good standing, prior to placing their names on the ballot. The ballot shall include at least one (1) candidate for 2nd Vice-President and two (2) for Director. In addition, any member may propose additional candidates to any elective office providing (a) each petition contains only one name, (b) each petition is signed by at least ten members, (c) the nominee must be a member, and (d) the petition must be received by the chairman of the nominating committee by September 1st.

Section 3. Elections. A ballot shall be sent to all members of the section. Ballots will be returned to the chairman of the nominating committee, who, with the assistance of at least one other member, will count the ballots and certify the results of the election to the President. In the event of a tie, the selection shall be made by a majority vote of the Board of Directors. The President will instruct the nominating committee as to the dates of required action on the balloting to meet the deadlines.

## **ARTICLE V MANAGEMENT OF THE CORPORATION**

Section 1. The Board of Directors shall manage the affairs of the Section in conformance with the provisions of its by-laws. Three members of the Board of Directors shall constitute a quorum.

Section 2. The President shall have general supervision of the affairs of the Section. He shall appoint the necessary committees and preside at the meetings of the Section.

Section 3. The 1st Vice-President shall, in the absence of the President, preside at meetings and discharge his duties. The 2nd Vice President shall preside in the absence of both the President and 1st Vice President.

Section 4. The Secretary-Treasurer shall (a) keep a complete record of all meetings, (b) supervise all records of the corporation, (c) receive and safeguard money for dues, fees, and assessments, and all approved bills, and (d) file all required corporation reports with the South Dakota Secretary of State, and the Internal Revenue Service.

Section 5. Standing committees shall be accountable to the Board of Directors, under the general supervision of the President.

## **ARTICLE VI MEETINGS**

Section 1. Annual Meeting. A meeting of the corporation shall be held annually at such time and place designated by the Board of Directors. Written notice of such meetings shall be mailed or e-mailed to each member at least fifteen days prior to the meeting. The authority to transact business of the corporation shall be by majority vote of the members present and voting.

Section 2. Other Meetings. Other meetings may be called by the Board of Directors or any ten members of the corporation upon not less than fifteen days written or electronic notice to each member, which notice shall state the purpose of the meeting.

## **ARTICLE VII AMENDMENTS**

Section 1. Procedure. Proposed amendments to the bylaws may be submitted at any meeting or by letter (including e-mail letters) to the entire membership. Adoption or rejection will be based on the majority of those voting.

## **ARTICLE VIII AWARDS**

Section 1. Excellence in Grazing Management. The producer affairs committee will solicit nominations for outstanding rangeland managers from throughout South Dakota on a yearly basis. One award may be given for each of the four designated geographic areas of the state. In the case of a geographic area not being represented by an award winner, recipients may be selected from other geographic areas, with the total number of award winners not to exceed four (4). Judges for this award will be appointed by the current President. Awards will consist of a suitable engraved plaque and a yard sign. Awards will be presented at the section's annual meeting.

Section 2. International Society Awards. The international society offers numerous awards for outstanding achievement in the field of rangeland management on a yearly basis. It is the responsibility of the awards committee to nominate worthy South Dakotan's for these awards on an annual basis. The awards committee chairperson will maintain a copy of the international societies awards handbook as well as a list of section members who have been nominated and/or received these awards. Eligibility for the various awards will be governed by the international societies awards handbook. The awards are presented at the international societies annual meeting. The section will recognize individuals who receive these awards at the annual section meeting.

Section 3. Top Hand Award. This award will be offered on an annual basis and is intended for special recognition of those who have had a major impact on South Dakota rangeland and associated resources. Nominee's will be considered whose actions are above and beyond what is normally expected or because of lifetime contributions. Nominations will come from the awards committee members, or from others that the committee may choose to seek advice from. Recipients need not be section members. The award will consist of a suitably engraved plaque and will be presented at the section's annual meeting.

## **ARTICLE VIII AWARDS (continued)**

Section 4. Other Awards. The president, board of directors, and awards committee may select, as deemed appropriate, individuals for recognition of outstanding service to the section. Suitably embossed and framed certificates of appreciation will be presented at the section's annual meeting. There is no limit to the number of individuals who may receive these awards. Membership in the section is not required.