

**BYLAWS
OF
SOUTHEASTERN SOCIETY OF AMERICAN FORESTERS**

ARTICLE I

NAME

This organization is a unit of the Society of American Foresters (the Society*) and shall be known as the Southeastern Society of American Foresters. As provided in Article VI of the Constitution of the Society of American Foresters, the Southeastern Society of American Foresters is comprised of the States of Alabama, Florida and Georgia.

ARTICLE II

OBJECTIVES

Sec. 1. The objectives shall be:

- (1) To advance the science, technology, education, and practice of professional forestry in America and to use the knowledge and skills of the profession to benefit society.
- (2) To provide an opportunity for better communication among the individual members, their regional representatives and the Society.

*The term "the Society" refers to the National Society of American Foresters.

ARTICLE III

ACTIVITIES LIMITED TO EXEMPT PURPOSES

No part of the net earnings of the Southeastern Society shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the Southeastern Society 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 II hereof. No substantial part¹ of the activities of the Southeastern Society shall be the carrying on of propaganda, or otherwise attempting to influence legislation and the Southeastern Society shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. In the case of a written request from a governmental body, committee or subdivision, the Southeastern Society shall provide technical assistance and advice providing the Southeastern Society deems it appropriate to provide such assistance. Notwithstanding any other provision of these articles, the Southeastern Society shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

¹Greater than five percent (5%) of your annual budget.

ARTICLE IV

MEMBERSHIP

- Sec. 1. Every member of the Society in good standing is entitled to membership in the state society in which the member has established domicile. The domicile of a member shall be the member's home or residence, unless the member's place of business and professional affiliations lie within the territory of another state society, when, by notification in writing to the national office, the member may establish domicile with said other state society for the purpose of state society membership. An individual may be a voting member of and be eligible for office holding in only one state society, but may become an associate member of any other state society.
- Sec. 2. Only voting members, as defined in the Society's Constitution, in good standing, shall be entitled to vote on any question before the state society. Other members may attend any meeting of the state society and take part in the discussions, but shall have no vote. Members of a student chapter shall be entitled to vote only on any question before the student chapter.
- Sec. 3. Membership in the state society may be terminated by (1) voluntary resignation, (2) failure to pay dues, (3) expulsion from the society for unprofessional conduct or (4) transfer of domicile to another state society.

ARTICLE V

DUES

- Sec. 1. The annual dues of the Southeastern Society shall be set by the Southeastern Society Executive Committee based on the financial needs of the Southeastern Society.
- Sec. 2. The annual dues of the Southeastern Society shall be payable from the first day of January. With the exception of student members who shall not be assessed, dues shall be collected by the Society concurrently with the national dues and transmitted to the Southeastern Society.
- Sec. 3. Members who have not paid national and state society dues by March 1 shall be notified by the Society that they are in bad standing, and thus ineligible to vote, to receive the Journal of Forestry, to be a candidate for office or to hold office until the dues are paid.
- Sec. 4. A member who transfers to another state society and had paid annual dues in the state society from which the transfer is being made shall not be required to pay additional dues for the year of transfer and shall automatically become a member of the state society to which transferred for the remainder of the year.
- Sec. 5. New members admitted during the year shall pay pro-rate dues beginning with the quarter after the admission is accepted.
- Sec. 6. State Divisions and Chapters will set their annual dues annually and notify the Southeastern Society the SAF National Office of any changes.

ARTICLE VI

OFFICERS

- Sec. 1. The officers of the Southeastern Society shall include a Chair, a Chair-elect, a Past Chair, a Secretary, a Treasurer and such other officers as may be found necessary. Officers shall be

voting members of the Society and the state society for the duration of their terms. Terms shall be for one year and commence on January 1. The officers are rotated each year among the three states.

- Sec. 2. The Chair-elect is elected for a one-year term and automatically shall become Chair for the subsequent term. The Secretary and the Treasurer shall be elected or appointed. The Secretary and Treasurer may be the same person. The Chair-elect office shall rotate annually among the member states of the SESAF.
- Sec. 3. Other officers may include a Historian, Public Affairs Officer and Newsletter Editor, and shall be appointed by the Chair with the approval of the Executive Committee.
- Sec. 4. The Chair-elect upon completion of the term of office, shall automatically become Chair for the subsequent term, and shall be ineligible for re-election to either office. The Chair, upon completion of the term as Chair, automatically becomes Past Chair for one term.
- Sec. 5. In the event that the Chair is unable to complete the full term of office, the Chair-elect shall succeed and complete the unexpired term prior to serving the full term as Chair. Should this occur, the Executive Committee, by a majority vote, shall appoint a replacement Chair-elect who shall assume the duties of the vacant office until the next regular election of officers. In the event the Chair-elect is unable to complete the term of office and succeed to the office of Chair, the Executive Committee shall appoint an acting Chair to serve until the next election at which time both a Chair and a Chair-elect shall be elected. Vacancies in the offices of Secretary and Treasurer shall be filled by the Executive Committee.

ARTICLE VII

DUTIES AND RESPONSIBILITIES OF OFFICERS

- Sec. 1. The Chair shall be responsible for developing and continuing Southeastern Society activities during the term of office and for organizing the membership toward meeting the objectives. The Chair shall preside at meetings of the Southeastern Society; serve as Chair of the Executive Committee and as ex-officio member of all other committees; oversee the business affairs; appoint, with the approval of the Executive Committee, the standing committees and other special committees; act as the official delegate to the meeting of Society Delegates, or with the approval of the Executive Committee, appoint an alternate; and perform all other duties commonly incident to such office.
- Sec. 2. The Chair-elect in the absence of the Chair, shall preside at Southeastern Society meetings and act for and assist the Chair in conducting state society affairs, as may be requested by the Chair.
- Sec. 3. The Secretary or another officer as directed by the Executive Committee shall conduct all Southeastern Society elections and referendums which are not conducted by the National Office of the Society; keep the minutes of the Southeastern Society's meetings and send a copy to the Chief Executive Officer; conduct correspondence; announce meetings and send agenda for meetings to the Chief Executive Officer 30 days in advance when possible; and perform such other duties as may be assigned by the Executive Committee or Chair. The Secretary with assistance from the Chair shall prepare and present at the annual meeting a report on the Southeastern Society's activities, and shall provide a copy of the report to the Chief Executive Officer and the SESAF Historian for the placement in the archives. Minutes of all meetings shall also be provided the Historian for archiving. The Secretary shall report to the Chief Executive Officer the adoption of and amendment to these bylaws.

Sec. 4. The Treasurer or another officer directed by the Executive Committee shall act as custodian of the Southeastern Society's accounting records and accounts; receive and deposit all monies and disburse all records and accounts; receive and deposit all monies and disburse all monies authorized by the Chair (of executive committee) on behalf of the Southeastern Society; and perform such other duties as may be assigned by the Executive Committee or the Chair. He/She shall prepare and present at the annual meeting a report of the Southeastern Society's financial status, including an income and expense statement for the year's operations and a balance sheet as of the end of the Society's fiscal year, i.e. December 31. Upon certification by the auditing committee, copies of the written report shall be submitted to the Chair and to the Chief Executive Officer. The Treasurer, in response to an annual request from the Chief Executive Officer, shall provide all information required by the Internal Revenue Service Form 990 and, if the Southeastern Society has unrelated business income, Internal Revenue Service Form 990-T. And, in the event that Internal Revenue Service reporting requirements are changed, the Treasurer shall provide the Chief Executive Officer the information required on any additional form of the Internal Revenue Service.

ARTICLE VIII

ELECTIONS

Sec. 1. Election of officers shall be by electronic or letter ballot. The ballots shall be counted prior to the Southeastern Society's Annual Meeting, but no later than December 1. Election results will be reported to the National Office not later than December 8.

Sec. 2. Nominations made by the nominating committee shall be transmitted to the Chair with a copy to the Secretary no less than 90 days prior to the Southeastern Society's Annual Meeting. Nominations by the membership at large, if endorsed by at least 25 voting members in good standing and presented to the Secretary in writing 90 days prior to the Annual Meeting, shall be included on the ballot.

Sec. 3. The Secretary, with assistance from the Business Manager, shall determine whether all nominees are voting members in good standing, eligible to hold Southeastern Society office and agreeable to serve if elected. The Secretary shall report to the Chair and nominating committee the name of any nominee who fails to qualify. Further nominations, if necessary, shall be made by the nominating committee by no later than 75 days prior to the Annual Meeting.

Sec.4. The Secretary shall provide a ballot to each voting member in good standing no later than 60 days prior to the Annual Meeting. The ballots shall (1) state the offices to be filled, (2) list the names of the candidates for each office in alphabetical order, (3) show the closing date for receiving the ballots and (4) be accompanied by a brief factual professional biography of each candidate and a return envelope, post card or electronic address to be sent to the Secretary, someone designated by the Secretary or the Tellers Committee.

Sec. 5. The outcome of all elections shall be determined by a plurality or simple majority of those voting. In the case of a tie vote, a run-off election shall be held within one month. The ballots shall be counted by a Tellers Committee who shall promptly certify the results of the election to the Chair, the Executive Committee, the Chief Executive Officer and all candidates for office. The membership shall be informed of the election results as soon as possible.

ARTICLE IX

STANDING AND AD-HOC COMMITTEES

Standing committees of at least three voting members each, of the Southeastern Society shall include, but not be limited to, the Executive, Membership, Program, Policy-Legislative, Nominating, Tellers, Auditing and Awards Committees. In addition, the Chair may appoint the Communications and/or Educational Committees as needed with the approval of the Executive Committee. All standing committees shall operate with a charter that includes composition, goals and actions planned to accomplish the objectives set forth. All charters are approved by the Executive Committee. The Chair of the Southeastern Society, with the approval of the Executive Committee, shall appoint a Chair and members of standing committees, except as specified below for the Executive Committee. The Chair of the Southeastern Society serves as an ex-officio member of each committee.

A. EXECUTIVE COMMITTEE

The Executive Committee shall consist of: Chair, Chair-elect, Secretary, Treasurer, Chair of each Division, Past Chair and others designated by the Society. The SAF Board Representative for the Southeastern Society, the District Student Representative to the Student Executive Council, committee chairs as designated by the Executive Committee and the SESAF Business Manager shall serve as non-voting ex-officio members of the Executive Committee. The Executive Committee shall give general supervision to the affairs and interest of the Southeastern Society and its contacts with the National Society; shall control the expenditures of all funds; and approve the place, date and program of all meetings. The Executive Committee shall adopt a charter or operating plan approved by the Executive Committee for each of the other committees, outlining the objectives, organization and activities of the committees.

Each incoming Chair shall recommend to each new Executive Committee at its first meeting, additions, deletions and changes in Committee charters. Action on any charter, however, may be taken at any Executive Committee meeting. The Committee shall fill by appointment the unexpired term of any Executive Chair; advise the Chair on all matters which the Chair presents to the committee; and act for the Southeastern Society on urgent matters which require immediate action between Southeastern Society meetings. Committee business may be transacted by electronic or mail ballot, but at least one committee meeting shall be held annually. 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 Southeastern Society.

B. MEMBERSHIP COMMITTEE

The Membership Committee shall consist of at least three voting members, and shall operate in accordance with the committee charter. The Past Chair serves as Chair of the committee with Division Past Chairs as members of the committee. In cooperation with a staff member of the National Society designated by the Chief Executive Officer, the committee shall actively promote membership in the Society, coordinate recruitment activities of chapter (and state divisions) and play an active role in improving member services at the local level.

C. PROGRAM PLANNING COMMITTEE

The Program Planning Committee shall operate in accordance with the committee charter (Guide for Planning the SESAF Annual Meeting) and include, among others, the Chair-elect, who will function as Chair of the committee, and Division Chairs. In consultation with the Executive Committee, the committee shall begin their work in the year prior to the program and prepare a program for the Southeastern Society's Annual Meeting, and shall be responsible for all arrangements thereof. Additional meetings may be deemed desirable by the Executive Committee and shall be arranged by the Program Planning Committee.

D. POLICY-LEGISLATIVE COMMITTEE

The Policy-Legislative Committee shall operate in accordance with the committee charter, Society Forest Policies and National Society Bylaws II A-E. This committee and a staff member of the National Society designated by the Chief Executive Officer shall work in cooperation with each other. The committee shall review and keep Southeastern Society members informed of pending or proposed legislation. It shall be responsible for reviewing Forest Policies, forest policy issues and position statement referred to or originating within the Southeastern Society. The committee may recommend a Southeastern Society position on any policy issue to the Executive Committee, and recommend modification, reaffirmation or termination of any existing position.

E. COMMUNICATIONS COMMITTEE

The Communications Committee shall operate in accordance with the committee charter. This committee and staff member of the National Society designated by the Chief Executive Officer shall work in cooperation with each other. The committee shall be responsible for news coverage for all activities of the Southeastern Society; shall conduct communications efforts within the Society and with other organizations; and shall encourage the dispersal of information to gain public awareness and understanding of forestry and the forestry profession.

F. EDUCATION COMMITTEE

The Education Committee shall operate in accordance with committee charter. This committee and a staff member of the National Society designated by the Chief Executive Officer shall work in cooperation with each other. The committee shall act as liaison on matters of educational concern to institutions of higher learning that offers courses in forestry within the state society boundaries; shall keep the membership informed on modern developments in forestry education; shall promote continuing education activities for forestry professionals and shall review educational programs and assign Continuing Forestry Education (CFE) credits following National SAF guidelines.

G. NOMINATING COMMITTEE

The Nominating Committee shall operate in accordance with the committee charter. This committee, with the Past Chair serving as Chair, along with members selected from each Division, shall nominate from eligible Southeastern Society members a slate of officers with at least one candidate for each elective office and obtain agreement to serve if elected from each nominee, and send the nominations and agreements to serve to the Secretary or other officer no less than 90 days prior to the Southeastern Society Annual Meeting or no later than October 1, depending on the date of the Annual Meeting. If for any reason a nominee is found by the Secretary to be ineligible, the Nominating Committee shall provide another nomination no later than 75 days prior to the Annual Meeting.

H. TELLERS COMMITTEE

The Tellers Committee shall operate in accordance with the committee charter. This committee shall assemble at the time and place set by the Secretary, with the assistance of the Business Manager, to count ballots and shall certify the results of elections to the Chair and Executive Committee.

I. AUDITING COMMITTEE

The Auditing Committee shall operate in accordance with the committee charter. This committee, at the conclusion of each fiscal year, shall inspect the financial records of the Southeastern Society with the assistance of the Business Manager. The committee shall inspect the financial statements, verify their accuracy and shall provide a written statement to the Executive Committee as to the conditions of the finances. If the financial statements and other financial records appear to be out of order, the Auditing

Committee, upon a majority vote of the Auditing Committee, and with approval of the Chair or Chair-elect, may engage an organization outside of the Society to conduct an independent verification of the financial records up to and including a certified audit.

The Auditing Committee shall be composed of an odd number of members in good standing appointed by the Chair. Each committee member shall serve a one year term and may not serve more than two consecutive terms. The Treasurer and the Business Manager shall not serve on the Auditing Committee.

J. AWARDS COMMITTEE

The Awards Committee shall be composed of at least three (3) members and the chair. The chair is the Chair-elect who will appoint members from the Society Divisions (Alabama, Florida and Georgia). They shall be responsible for the selection of all honors and award recipients of the Society except those involving Student Awards. If in the judgment of the Awards Committee no suitable candidate for an award is nominated, the Committee may at its discretion decline to make a recommendation for that award for that period.

K. FELLOWS COMMITTEE

The Fellows Committee shall operate in accordance with the SAF National Bylaws.

L. SPECIAL COMMITTEES

Special Committees, authorized by the Executive Committee, shall be appointed by the Chair.

ARTICLE X

APPOINTMENTS

With the approval of the Executive Committee, the Chair shall make the following appointments:

A. FOREST SCIENCE COORDINATOR

A Forest Science Coordinator may be appointed for a two-year term beginning January 1 and may be reappointed to a total of two consecutive terms.

B. COMMITTEES

The Chair and members of each authorized committee shall be appointed to serve for one-year terms, beginning January 1.

C. OTHER APPOINTMENTS

Other appointments shall be authorized by the Executive Committee and made by the Chair.

ARTICLE XI

A. STATE DIVISIONS

A State Division may be authorized by the Executive Committee upon written petition of 30 or more voting members in the state and upon the approval by referendum of the members in the state. The boundaries

of a State Division shall follow state lines except in cases approved by the Board. The authorization for a State Division may be rescinded by the Executive Committee or upon the affirmative vote of at least 10 members of the Board. A State Division shall hold at least one meeting each year to retain its authorization.

The officers of each State Division shall include a Chair, a Chair-elect, a Past Chair, a Secretary, a Treasurer and such other officers as may be found necessary. The Secretary and Treasurer may be the same person. State Division officers shall be voting members of the Society and shall be resident or employed within the boundaries of a State Division for the duration of the term of office which shall be established under State Division bylaws.

A State Division shall report promptly to the Southeastern Society Chair and its Business Manager, who shall report to the SAF Chief Executive Officer, the election of State Division officers, the adoption of State Division bylaws and amendments thereto, and shall report at least once a year on the proceedings of the State Division. Actions or recommendations of a State Division on Society affairs will be transmitted to the Southeastern Society for recommendation to the Board.

Southeastern Society is authorized to appropriate funds to the State Division for the conduct of its business. Upon request, the SAF Chief Executive Officer will collect and forward dues of State Divisions and may provide mailing labels, membership rosters and other automation products.

B. CHAPTERS

A Chapter within a state 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 effected. The boundaries of a Chapter shall be recommended by the State Division for approval by the SESAF Executive Committee. Where a viable Chapter can be sustained only by including members from both sides of a state boundary, the Chapter shall be affiliated with the state society in which a majority of the Chapter members are residents.

A Chapter shall hold at least one meeting each year to retain its authorization.

The authorization for a Chapter may be rescinded by the Executive Committee or upon the affirmative vote of at least 10 members of the Board.

The officers of each chapter shall include a Chair, a Chair-elect, a Secretary, a Treasurer and such other officers as may be found necessary. The Secretary and Treasurer may be the same person. Chapter officers shall be voting members of the Society and shall be residents or employed within the boundaries of the Chapter for the duration of the term of office which shall be for one year, beginning January 1.

Chapters may adopt bylaws subject to approval of the Executive Committee and the Board, provided that no part thereof shall conflict with the constitution and bylaws of the Society.

Adjacent Chapters of adjoining state societies may conduct joint activities when the Executive Committees of such societies determine that topography, accessibility and concentration of membership make this arrangement desirable.

A Chapter shall report promptly to the State Division Chair and Southeastern Society Chair, who shall report to the SAF Executive Vice President the election of Chapter officers, the adoption of Chapter bylaws and amendments thereto, and shall report at least once a year on the proceedings of the Chapter. Actions or recommendations of a Chapter on Society affairs will be transmitted to the Southeastern Society for recommendation to the Board.

A State Division is authorized to appropriate funds to the Chapter for the conduct of its business.

Upon request, the Chief Executive Officer may provide mailing labels, membership rosters and other automation products.

C. STUDENT CHAPTERS

A Student Chapter may be authorized within the Southeastern Society by the Executive Committee of the Southeastern Society, upon written petition of 15 or more members at an institution designated as SAF-accredited or as a candidate institution for accreditation or an SAF-recognized forest technician training program, upon written petition of 15 or more members.

Student Chapters shall be composed of student members and other society members employed by an institution designated as SAF-accredited or as a candidate institution for accreditation or by an SAF-recognized forest technician school. Student Chapter officers shall serve for the school year.

Student Chapter officers shall be students or graduate students who are members of the Society. The Chair of the Student Chapter(s) is a member of the State Division Executive Committee. The Faculty Representative of the Student Chapter is responsible for selecting nominees for the SESAF Student Leadership Scholarship.

ARTICLE XII

MEETINGS

The Annual Meeting of the Southeastern Society shall be held at the time and place designated by the Executive Committee with at least 30 days notice to the membership but shall not conflict with the Annual Meeting of the National Society. Other meetings will also avoid such conflict.

At least one business meeting consisting of no less than five percent of the voting membership shall be held during the year to consider business of sufficient importance to require careful consideration by the members at large. Business meetings may be held separately or in conjunction with the Annual Meeting of the Southeastern Society and notification of such meetings, stating the nature of the business to be undertaken, shall be sent to the membership 30 days in advance of the meeting. Positions pertaining to Southeastern Society policy shall be presented at the business meeting for discussion and, if approved by a majority vote, shall be submitted to all voting members by electronic or letter ballot, except as provided in National Society Bylaws II A-M. All ballots must be returned to the Secretary, someone designated by the Secretary, or the Tellers Committee for counting within six weeks. A simple majority of the votes cast shall be required for adoption. All adopted positions shall be transmitted to the Executive Committee for appropriate action.

Other meetings as needed shall be scheduled by the Chair, with the approval of the Executive Committee, and may be open to friends of members and other interested persons for the exchange of ideas on subjects of interest to the profession of forestry. Resolutions of gratitude, regret and other non-policy matters may be adopted by a majority vote of those present at these meetings.

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

In those years in which the SESAF annual meeting is held in a host state which chooses not to have their own Division meeting, SESAF will remit to the Division \$10.00 per full registered attendee and \$5.00 per one-day registered attendee of the SESAF meeting. The Executive Committee will have the authority to alter the remittance amount per attendee based on the proceeds from the Southeastern Society meeting.

ARTICLE XIII

RECALL

Any officer may be removed from office for reason of misconduct, incompetence or neglect of duty provided such removal is approved by two-thirds vote of all members voting in a letter ballot. Such ballot may be initiated by the Executive Committee on its own volition or it shall be required to conduct such a ballot if it receives a petition setting forth the points of contention and signed by at least two percent but in no case less than 10 of the voting members of the Southeastern Society. Ballots shall be mailed and received by a member of the Executive Committee as chosen by the Committee.

ARTICLE XIV

AMENDMENTS OF BYLAWS

Amendment to these bylaws may be proposed by the Executive Committee or upon written petition of at least two percent but in no case less than 10 of the voting members of the state society. Proposed amendments shall be submitted to the Board for approval prior to an electronic or mail ballot of voting members. Amendment of these bylaws shall require a two-thirds vote of the members voting.

ARTICLE XV

ASSETS

Southeastern Society assets belong to the Southeastern Society membership as a whole. In the event of a division or merger of state societies, the assets of the parent state society(ies) will be audited and allocated to the new state society(ies) in proportion to the percentage of the voting members transferred.

Upon the dissolution of the Southeastern Society, the Executive Committee shall, after paying or making provision for the payment of all of the liabilities of the Southeastern Society, transfer all the assets of the Southeastern Society to the National Society.

Amended:

08/89

10/96 – FL Division added to SESAF

10/01 – Committee make-up

04/02 – Dues section

09/05 – Vice-Chair changed to Chair-elect and other miscellaneous changes

09/07 – Balloting, nominations, committees and language in general

07/08 – Updating of balloting, nominations, descriptions of Divisions, Chapters and Student Chapters.

01/13 – Amendments to Program Planning and Nominating Committees, addition of Fellows Committee and remittance of SESAF Annual Meeting income to Divisions.

12/16 – Auditing Committee shall inspect and report conditions of SESAF finances and if records appear out of order, may engage a third party to verify the records.