

Jackson-Josephine Small Woodlands Association Bylaws

ARTICLE 1. NAME, LOCATION

The name of this association shall be the Jackson-Josephine Small Woodlands Association. Its principal office and principal place of business shall be in the Counties of Jackson and Josephine, State of Oregon.

ARTICLE II DEFINITION

The Jackson-Josephine Small Woodlands Association is an Association of private non-industrial forestland owners established to meet the needs of forestland owners and managers within Jackson Josephine Counties, as expressed in the Chapter Bylaws

ARTICLE III OBJECTIVES

1. To provide a medium for the exchange of ideas about forestlands by landowners, public agency foresters and timber industry personnel.
2. To serve as a forum and to make recommendations for solving problems and improving forest management, harvesting and marketing.
3. To disseminate information on the establishment, growth, harvesting, and marketing of crops produced on forestlands and to foster the protection of forest resources and development of better forestry methods and practices.
4. To educate and inform the owners of small forested tracts and the public regarding the problems of forest farm management.
5. To represent the owners of forest farms before legislative bodies and administrative agencies.
6. To affiliate with the Oregon Small Woodlands Association.
7. To submit problems and resolutions to the Oregon Small Woodlands Association for their consideration and legislative or other action.

ARTICLE IV MEMBERSHIP

Members of the Jackson-Josephine Small Woodlands Association are automatically members of the Oregon Small Woodlands Association, as the county association is an affiliate of the state organization which collects dues for both.

Section I. VOTING MEMBERSHIP

- **QUALIFICATIONS:** Any person, family, firm or corporation owning not more than 5,000 acres of commercial forestland in Jackson or Josephine County. Any person, family, firm or corporation owning more than 5,000 acres of commercial forestland in Oregon may be admitted to the Jackson-Josephine Chapter subject

to approval by a majority vote of the Board of Directors.

- **LIMITATIONS:** Membership is limited to one membership per person, two memberships per ownership of land. Ownership includes individual, joint, cooperative or corporate holdings.

Section 2. ASSOCIATE MEMBERSHIP

Non-forest landowners who are directly employed in forestry work or who are associated with the forestry activities, such as technical foresters, Extension Agents, State and Federal foresters, teachers, employees of member firms and other interested persons may be Associate Members upon acceptance of their applications by the Board of Directors. Associate members shall have all privileges of membership except for holding office, other than secretary, and voting on association policies.

Section 3. SUSTAINING MEMBERSHIP

Sustaining membership shall be available to any member desirous of contributing further to the Association. Sustaining membership shall also be available to any person, firm or corporation not eligible for voting or associate memberships but interested in furthering the objectives of the Association. Sustaining membership of this second category will be non-voting and will require approval of the Board of Directors as well as compliance with such conditions as the Board may from time to time impose.

Section 4. DUES

The Board of Directors shall develop a dues structure by membership category, in accordance with the Oregon Small Woodlands Association (OSWA) dues policy.

Section 5. VOTING

Each voting member in good standing, whose dues are current, shall be entitled to one vote.

Section 6. STATUS OF APPLICANTS

All applications for membership on file with the secretary and awaiting action shall be considered by the Board of Directors at their next meeting and the applicants who comply with the bylaws shall be considered as associate members until their application is either accepted or rejected by the Board of Directors.

Section 7. TERMINATION OF MEMBERSHIP

Membership may be terminated by the written withdrawal of a member delivered to the Secretary or by death or for any of the following reasons:

- Failure to pay dues owing to the Association, upon expiration of a three month grace period.
- Failure to observe and conform to the bylaws of this Association or the

reasonable rules or regulations of the Board of Directors.

- The Board of Directors shall have the power to terminate membership upon a majority vote of all of the Directors. Such termination must be for cause and if requested, a member shall be provided an opportunity to be heard by the Board of Directors.

Section 8. MEMBER RIGHTS UPON TERMINATION

When any individual, family, firm or corporation ceases to be a member of the Association for any cause, he/she or it shall receive no remuneration for any interest which he/she or it may claim in the property of the association and termination of membership terminates such member's interest in, or claim to, any property of the Association.

ARTICLE V. OFFICERS AND DIRECTORS

Section 1. GOVERNMENT

The affairs of this association shall be managed by a Board of Directors as follows:

- Directors shall be voting members and shall be elected from and by the membership.
- Each position on the Board of Directors shall be open for election at least once every three years.
- Directors can serve a second successive three-year term.
- The Board of Directors will have seven (7) members.
- A director who is absent from three (3) consecutive meetings of the Board of Directors, unless excused by the President, is automatically dropped as a Board Member.
- At the organizational meeting three directors shall be elected for a three-year term, two directors for a two-year term, and two directors for a one-year term. The length of each term of office shall, thereafter, be for a three-year period.
- The immediate past President is automatically a member of the Board of Directors. If he/she is not fulfilling the remainder of a three year term their role shall be in an advisory, non-voting capacity.

Section 2. ELECTION OF DIRECTORS

- Election of Directors shall be held at the annual meeting of the membership. The President of the Association shall act as inspector of elections and certify the elected directors.
- Vacancies arising on the Board of Directors prior to the annual meeting shall be filled by a vote of the Board of Directors. Such appointed director shall serve until the next annual meeting.

Section 3. STATE DIRECTOR

The president of the Jackson-Josephine Small Woodlands Association shall be a director of the OSWA. If he/she is unwilling or unable to serve in this capacity, the Board of Directors shall name a director to OSWA.

Section 4. OFFICERS OF THE ASSOCIATION

The officers of the Association shall consist of a President, a Vice President, a Secretary, and a Treasurer. The President, Vice-President and Treasurer shall be elected by the Board of Directors from among their own group for one year and shall hold office until their successors are elected and qualified. The Secretary shall be appointed by the President, with approval of the Board, but need not be a Board member.

Section 5. ELECTIONS OF OFFICERS

Elections of officers shall be held at the annual meeting of the Board of Directors. A limit of two (2) consecutive years is established for persons holding the office of President, Vice-President and Treasurer.

Section 6. REGULAR MEETINGS OF THE BOARD

Regular meetings of the Board of Directors will be held monthly. The choice of date, time and place is left to the discretion of the President.

Section 7. SPECIAL MEETINGS OF THE BOARD

Special meetings of the Board of Directors may be held at any time upon call of the President, the Secretary when authorized by the President, or a majority of the Board with 7 days prior notice, at which time any business of the association may be transacted, including acceptance of membership applications.

If all members of the board are contacted and consent to the holding of a special meeting of the board, and at least five (5) attend, then the requirement of prior notice may be waived.

Section 8. ANNUAL MEETING OF THE BOARD

Annual meetings of the Board of Directors shall be held immediately following the annual meeting of its members.

Section 9. QUORUM AT BOARD MEETINGS

A quorum at any meeting shall consist of a majority of the entire membership of the Board of Directors. A majority of such quorum shall decide any question that may come regularly before the meeting except to the extent otherwise expressly provided herein.

Section 10 NOTICE OF MEETINGS

Written or electronic notice of the annual meeting and any special meeting of the members shall be given to each member at his last known address not less than ten (10) days prior to such meeting.

Section 11. DUTIES OF OFFICERS

- a. The President shall preside at all meetings and subject to the control of the Board of directors, shall have general supervision and management of the affairs of the association, and shall perform all acts and duties usually required of an executive and presiding officer, including an annual financial review and such other duties as may be required of the President by the approval of the Board of Directors.
- b. The Vice-President, in the absence of the President, shall have all powers and be subject to all duties as may from time to time be assigned to him by the President or the Board of Directors.
- c. The Secretary shall issue notice for and keep minutes of all meetings, and shall keep a fair and correct record of all official business of the association. The Secretary shall perform all duties incident of the office and such other duties as may be required by the Board of Directors.
- d. The Treasurer may be bonded and shall have custody of all moneys of the association and shall keep regular books of account and balance the same each month. He/she shall make such periodical financial reports as the Board of Directors may authorize and shall perform all duties incident to this office or those which are properly required of him by the Board of Directors.

Section 12. INDEMNIFICATION The Association shall indemnify and hold all directors harmless from any claims or liability which may arise in connection with any of the activities of the board or the Association.

ARTICLE VI. MEMBERSHIP MEETINGS

Section 1. REGULAR MEETINGS

Regular meetings of the membership shall normally be held on the third (3rd) Thursday of each month at places specified by the President of the Association.

Section 2. ANNUAL MEETINGS

The annual meeting of this association shall be held in January of each year at such time and place as the Board of directors may direct but prior to the annual meeting of OSWA.

Section 3. SPECIAL MEETINGS

Special meeting may be called by the President, a majority of the Board of Directors, or twenty-five percent of the voting membership.

Section 4. QUORUM

Those members present shall constitute a quorum for the transaction of business at any regularly called meeting of the membership.

ARTICLE VII COMMITTEES

The Board of Directors may elect, or with its consent the President may appoint, any temporary or standing committees that may seem for the best interest of the Association.

ARTICLE VIII AMENDMENTS

These bylaws may be amended, repealed or altered in whole or in part or new bylaws may be adopted by a majority vote of the membership of the Association at the Annual Meeting or at any meeting where such action has been announced in the call and notice of such meeting.

ARTICLE IX DISSOLUTION

In the event of the dissolution, the assets of this corporation shall first be allocated to authorized debts. Any remaining assets shall be granted to the scholarship fund of the College of Forestry of Oregon State University.

ARTICLE X PARLIAMENTARY PROCEDURE

All meetings of this Association shall be conducted in accordance with "Parliamentary Procedure Made Easier," Oregon State University Extension Circular 947. March, 1978

These bylaws were amended at the Annual Meeting of the Jackson Forest Farm Association held at JJ. North's Grande Buffet (Restaurant), Medford, Oregon, and January 31, 1989.

These By-Laws were amended at the Annual Meeting of the Jackson-Josephine Small Woodlands Assoc. held at the OSU Extension Auditorium, Central Point, OR on Jan. 20, 2011.

These Bylaws were amended at the Annual Meeting of the Jackson-Josephine Small Woodlands Assoc. held at the OSU Extension Auditorium, Central Point, OR on Jan. 16, 2014.