

ARTICLE I
Name

The name of this organization shall be the Upstate Master Naturalist Association (hereinafter the "Association").

ARTICLE II
Charter

The Association is chartered by the Office of the South Carolina Master Naturalist Program State Coordinator of the Clemson University Department of Forestry and Natural Resources with advice of the Master Naturalist State Advisory Committee. By accepting the charter, the Association agrees to comply with the guidelines and requirements of the South Carolina Master Naturalist Program. In the event the Association ceases to follow the South Carolina Master Naturalist Program guidelines and requirements, the Association agrees to abide by revocation of its charter along with its right to use the South Carolina Master Naturalist name, title and trademarks.

ARTICLE III
Purpose

The purpose of the Association, in accordance with the South Carolina Master Naturalist Program coordinated by Clemson University, is to promote awareness and citizen stewardship for South Carolina's natural resources through science-based education and community service.

The Association, operating on a not for profit basis, will provide continuing education and volunteer encouragement to its members.

The Association shall not participate in partisan political activity.

ARTICLE IV
Members

Section 1. Voting Members

- a. Active membership shall consist of South Carolina Master Naturalist Program trained Master Naturalists, including those who have completed the South Carolina Master Naturalist course for teachers, who have fulfilled or are working toward fulfillment of volunteer obligations, received a Master Naturalist certificate, and are in good standing (annual dues paid). Annual requirements for active membership include working toward fulfillment of thirty (30) volunteer hours, including eight (8) hours advance training.

Section 2. Non-Voting Members

- a. Honorary membership may be extended to any other individual recommended by a majority of the Association's Executive Board.

ARTICLE V Officers

The elected officers of the Association shall consist of: President, First Vice President, Second Vice President, Secretary, Treasurer and Advisor.

Section 1. Duties

- a. The President shall preside at all meetings of the Association, including Executive Board meetings. The President shall appoint additional committees and their chairmen as necessary, as approved by the Executive Board, and shall be an ex-officio member of all committees except the Nominating Committee. The President shall coordinate all business of the Association with the Executive Board.
- b. The First Vice President shall assist the President in the operation of the Association and shall preside at meetings in the absence of the President. The First Vice President shall serve as the Program Chairman: coordinating meeting speakers, educational activities, field trips, and refreshments when needed.
- c. The Second Vice President shall serve as Membership Chairman: sending notice of upcoming dues to members by November 1, maintaining an up-to-date membership list and providing a copy for members at the Annual meeting, managing electronic email communications, and assisting the assimilation of new students in the Master Naturalist Training Program into Association membership.
- d. The Secretary shall record the minutes of all Association meetings, including Executive Board meetings, and carry out all necessary correspondence of the Association.
- e. The Treasurer shall receive all funds of the Association and pay documented bills according to budget guidelines, keep an accurate record of receipts and disbursements, provide a written report at all Executive Board meetings and the Annual Meeting, and draft an annual budget in consultation with the President and First Vice President prior to the Annual Meeting.
- f. The immediate past president, if available and elected, will serve as the Advisor. The Advisor shall act as parliamentary authority and assist the President by request.

Section 2 Elections

- a. A Nominating Committee consisting of three (3) members will be appointed two (2) months before the Annual Meeting by the President with approval of the Executive Board.
- b. The Nominating Committee will elect a chairman and submit a slate of candidates for officers and publish the slate by e-mail, in writing or phone call to all members at least thirty (30) days prior to the Annual Meeting in November.
- c. Nominations for all positions will be accepted from the floor prior to the election at the Annual Meeting.
- d. The Nominating Committee will conduct elections at the Annual Meeting in November.
- e. Officers, elected by a majority vote, will assume office on January 1.

Section 3. Terms of Office

- a. All officers shall serve a term of one year.
- b. Officers may serve two consecutive terms, in addition to a partial term in case of appointment.

Section 4. Officer Removal and Replacement

- a. A negligent officer may be removed by a majority vote of the Executive Board.
- b. In the event an officer resigns or does not complete their term, the Executive Board shall appoint a replacement to serve until the next election.

ARTICLE VI Meetings

Section 1. Regular membership meetings will be held no less than six (6) times a year with November designated as the Annual Meeting. Notification of each meeting will be given to members in a timely fashion, at least thirty (30) days prior to each meeting.

Section 2. The Annual Meeting agenda will include, but is not limited to, an election of officers, a full financial report for the previous year, adoption of a twelve-month budget, and a membership report.

Section 3. Special meetings may be called by the President or by request of at least 3 members.

Section 4. Those voting members present at each duly called and convened meeting shall constitute a quorum for the transaction of business. Measures shall be passed by a majority vote of the quorum.

ARTICLE VII
Finance

Section 1. Dues

Association dues will be set annually by the Executive Board. The Second Vice President will send notice of upcoming dues to the membership no later than November 1 for payment by January meeting. Members who are in arrears after March 31 will be dropped from membership.

Section 2. Financial Review

The president shall appoint an ad hoc committee in November to audit and review the Association's financial records at the end of the fiscal year, with a report to the Association at the next regular membership meeting.

Section 3. Fiscal Year

The fiscal year begins on January 1 and ends on December 31.

ARTICLE VIII
Executive Board

The Executive Board shall consist of the elected officers and an Extension Advisor or other such named person from Clemson University's Upstate Master Naturalist Training Program.

Section 1. The Executive Board is authorized to conduct the business of the Association but may not act contrary to the intent of the Association's Bylaws.

Section 2. Executive Board meetings shall be held prior to regular membership meetings, and at other times as deemed necessary. Executive Board meetings shall be open to any member and members may present before the board with prior notice.

ARTICLE IX
Committees and Chairpersons

The Association will have the following committees, but is not limited to those listed. The President, with the approval of the Executive Board, may appoint additional committees and their chairmen.

Section 1. Nominating Committee

A Nominating Committee of three (3) members will be appointed by the President with approval of the Executive Board. The committee will select its chairman, submit a slate of candidates for officers and publish the slate by e-mail, in writing or phone call to all members at least thirty (30) days prior to the Annual Meeting.

in November. The Nominating Committee Chairman will conduct elections at the Annual Meeting.

Section 2. Volunteer Service Chairperson

The President, with the approval of the Executive Board, will appoint a Volunteer Service Chairperson. The Chairperson, with the help of a committee, if necessary, will seek service opportunities that satisfy the purpose of the South Carolina Master Naturalist Program and communicate those opportunities to Association members.

ARTICLE X Parliamentary Authority

The rules contained in *Robert's Rules of Order, Newly Revised* shall govern the Association in all cases where they are not inconsistent with these Bylaws.

ARTICLE XI Amendments

Section 1. Approval Before Vote

In order to ensure consistency, continuity and adherence to statewide guidelines and requirements, all proposed amendments to these bylaws must be approved by the Executive Board and then the South Carolina Master Naturalist Program State Coordinator before being submitted to the Association's membership for a vote.

Section 2. Notification

Notice of all proposed amendments to the bylaws with the date, time and place of consideration shall be distributed in written form, clearly showing additions and deletions, via conventional mail, email or other equivalent means to members at least thirty (30) days prior to consideration by the membership.

Section 3. Membership Vote

These bylaws may be amended at any regular meeting of the Association by a simple majority vote of the Active Membership either present at the meeting or represented by proxy, provided approval and notification requirements stipulated in Sections 1 and 2 above have been met.

ARTICLE XII Dissolution

In the event that the Association should be dissolved, all funds and resources will go to the foundation account of the South Carolina Master Naturalist Program.

Adopted 11/29/2007

Amendments approved by Executive Board 7/24/2008

Amendments approved by SC Master Naturalist Program State Coordinator
8/22/2008

Amendments approved by Association 9/25/2008

Amendments approved by the Executive Board via email 5/4/2009 and 5/5/2009

Amendments approved by SC Master Naturalist Program State Coordinator via
email 7/6/2009

Amendments approved by the Association 9/17/2009

Amendments approved by the Executive Board 10/18/2010

Amendments approved by SC Master Naturalist Program State Coordinator via
email 11/12/2010

Amendments approved by the Association 1/27/2011
